API Well Number: 43047533190000

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

FORM 3
AMENDED REPORT ☑

APPLICATION FOR PERMIT TO DRILL

1. WELL NAME and NUMBER FD 9-31-2-2	
2. TYPE OF WORK DRILL NEW WELL ◉ REENTER P&A WELL ○ DEEPEN WELL ○	**3. FIELD OR WILDCAT** WILDCAT
4. TYPE OF WELL Oil Well Coalbed Methane Well: NO	**5. UNIT or COMMUNITIZATION AGREEMENT NAME**
6. NAME OF OPERATOR BILL BARRETT CORP	**7. OPERATOR PHONE** 303 312-8134
8. ADDRESS OF OPERATOR 1099 18th Street Ste 2300, Denver, CO, 80202	**9. OPERATOR E-MAIL** tfallang@billbarrettcorp.com
10. MINERAL LEASE NUMBER (FEDERAL, INDIAN, OR STATE) fee **11. MINERAL OWNERSHIP** FEDERAL ○ INDIAN ○ STATE ○ FEE ◉	**12. SURFACE OWNERSHIP** FEDERAL ○ INDIAN ○ STATE ○ FEE ◉
13. NAME OF SURFACE OWNER (if box 12 = 'fee') VERNON RICHENS	**14. SURFACE OWNER PHONE (if box 12 = 'fee')** 435-545-2535
15. ADDRESS OF SURFACE OWNER (if box 12 = 'fee') PO BOX 722, FORT DUCHENSE, UT 84026	**16. SURFACE OWNER E-MAIL (if box 12 = 'fee')**
17. INDIAN ALLOTTEE OR TRIBE NAME (if box 12 = 'INDIAN') **18. INTEND TO COMMINGLE PRODUCTION FROM MULTIPLE FORMATIONS** YES ◉ (Submit Commingling Application) NO ○	**19. SLANT** VERTICAL ◉ DIRECTIONAL ○ HORIZONTAL ○

20. LOCATION OF WELL	FOOTAGES	QTR-QTR	SECTION	TOWNSHIP	RANGE	MERIDIAN
LOCATION AT SURFACE	2220 FSL 980 FEL	NESE	31	2.0 S	2.0 E	U
Top of Uppermost Producing Zone	2220 FSL 980 FEL	NESE	31	2.0 S	2.0 E	U
At Total Depth	2220 FSL 980 FEL	NESE	31	2.0 S	2.0 E	U

21. COUNTY UINTAH	**22. DISTANCE TO NEAREST LEASE LINE (Feet)** 980	**23. NUMBER OF ACRES IN DRILLING UNIT** 640
	25. DISTANCE TO NEAREST WELL IN SAME POOL (Applied For Drilling or Completed) 12287	**26. PROPOSED DEPTH** MD: 10043 TVD: 10043
27. ELEVATION - GROUND LEVEL 5068	**28. BOND NUMBER** LPM4138148	**29. SOURCE OF DRILLING WATER / WATER RIGHTS APPROVAL NUMBER IF APPLICABLE** 49-2336

Hole, Casing, and Cement Information

String	Hole Size	Casing Size	Length	Weight	Grade & Thread	Max Mud Wt.	Cement	Sacks	Yield	Weight
COND	26	16	0 - 80	65.0	Unknown	8.8	No Used	0	0.0	0.0
SURF	12.25	9.625	0 - 1500	36.0	J-55 ST&C	8.8	Halliburton Light , Type Unknown	190	3.16	11.0
							Halliburton Premium , Type Unknown	210	1.36	14.8
PROD	7.875	5.5	0 - 10043	17.0	P-110 LT&C	9.6	Unknown	770	2.31	11.0
							Unknown	420	1.42	13.5

ATTACHMENTS

VERIFY THE FOLLOWING ARE ATTACHED IN ACCORDANCE WITH THE UTAH OIL AND GAS CONSERVATION GENERAL RULES

☑ WELL PLAT OR MAP PREPARED BY LICENSED SURVEYOR OR ENGINEER	☑ COMPLETE DRILLING PLAN
☑ AFFIDAVIT OF STATUS OF SURFACE OWNER AGREEMENT (IF FEE SURFACE)	☐ FORM 5. IF OPERATOR IS OTHER THAN THE LEASE OWNER
☐ DIRECTIONAL SURVEY PLAN (IF DIRECTIONALLY OR HORIZONTALLY DRILLED)	☑ TOPOGRAPHICAL MAP

NAME Brady Riley	**TITLE** Permit Analyst	**PHONE** 303 312-8115
SIGNATURE	**DATE** 11/09/2012	**EMAIL** briley@billbarrettcorp.com

API NUMBER ASSIGNED
43047533190000

APPROVAL

Permit Manager

RECEIVED: December 09, 2013

BILL BARRETT CORPORATION
DRILLING PLAN REVISED

FD 9-31-2-2
NESE, 2220' FSL and 980' FEL, Section 31, T2S-R2E, USB&M (surface hole)
NESE, 2220' FSL and 980' FEL, Section 31, T2S-R2E, USB&M (bottom hole)
Uintah County, Utah

1 - 2. Estimated Tops of Geological Markers and Formations Expected to Contain Water, Oil and Gas and Other Minerals

Formation	Depth – MD/TVD
Green River*	5358'
TGR3	7468'
Black Shale	8283'
Wasatch*	9243'
TD	10043'

*PROSPECTIVE PAY
The Wasatch and the Green River are primary objectives for oil/gas.

Base of Useable Water = 4283'

3. BOP and Pressure Containment Data

Depth Intervals	BOP Equipment
0 – 1500'	No pressure control required
1500' – TD	11" 5000# Ram Type BOP 11" 5000# Annular BOP
- Drilling spool to accommodate choke and kill lines;	
- Ancillary equipment and choke manifold rated at 5,000 psi. All BOP and BOPE tests will be in accordance with the requirements of onshore Order No. 2;	
- The BLM and the State of Utah Division of Oil, Gas and Mining will be notified 24 hours in advance of all BOP pressure tests.	
- BOP hand wheels may be underneath the sub-structure of the rig if the drilling rig used is set up To operate most efficiently in this manner.	

4. Casing Program

Hole Size	SETTING DEPTH (FROM)	(TO)	Casing Size	Casing Weight	Casing Grade	Thread	Condition
26"	Surface	80'	16"	65#			
12 1/4"	Surface	1500'	9 5/8"	36#	J or K 55	ST&C	New
7 7/8"	Surface	TD	5 ½"	17#	P-110	LT&C	New

***The casing program is based on recent wells drilled by Axia in the immediate area.**

9-5/8" casing may be preset with a spudder rig. If this occurs, the following equipment shall be in place and operational during air/gas drilling:

- Properly lubricated and maintained rotating head
- Spark arresters on engines or water cooled exhaust

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Bill Barrett Corporation
Drilling Program REVISED
FD 9-31-2-2
Uintah County, Utah

- Blooie line discharge 100 feet from well bore and securely anchored
- Straight run on blooie line unless otherwise approved
- Deduster equipment
- All cuttings and circulating medium shall be directed into a reserve or blooie pit
- Float valve above bit
- Automatic igniter or continuous pilot light on the blooie line
- Compressors located in the opposite direction from the blooie line a minimum of 100 feet from the well bore
- Mud circulating equipment, water, and mud materials (does not have to be premixed) sufficient to maintain the capacity of the hole and circulating tanks or pits

5. Cementing Program

16" Conductor Casing	Grout
9 5/8" Surface Casing	Lead: 190 sx Halliburton Light Premium with additives mixed at 11.0 ppg (yield = 3.16 ft^3/sx) circulated to surface with 75% excess. TOC @ Surface Tail: 210 sx Halliburton Premium Plus cement with additives mixed at 14.8 ppg (yield = 1.36 ft^3/sx), calculated hole volume with 75% excess. TOC @ 1,000'
5 ½" Production Casing	Lead: 770 sx Tuned Light cement with additives mixed at 11.0 ppg (yield = 2.31 ft^3/sx). TOC @ 1,000' Tail: 420 sx Halliburton Econocem cement with additives mixed at 13.5 ppg (yield = 1.42 ft^3/sx). Top of cement to be determined by log and sample evaluation; estimated TOC @ 7783'

6. Mud Program

Interval	Weight	Viscosity	Fluid Loss (API filtrate)	Remarks
0' – 1500'	8.3 – 8.8	26 – 36	NC	Freshwater Spud Mud Fluid System
1500' – 5500'	8.3 – 8.8	26 – 36	NC	Freshwater Spud Mud Fluid System
5500' – TD	8.6 – 9.6	42 – 56	20 cc or less	DAP Polymer Fluid System
Note: Sufficient mud materials to maintain mud properties, control lost circulation and to contain "kicks" will be available at wellsite. BBC may require minor amounts of diesel to be added to its fluid system in order to reduce torque and drag.				

7. Testing, Logging and Core Programs

Cores	None anticipated;
Testing	None anticipated; drill stem tests may be run on shows of interest;
Sampling	30' to 50' samples; surface casing to TD. Preserve samples all show intervals;
Surveys	MWD as needed to land wellbore;
Logging	DIL-GR-SP, FDC-CNL-GR-CALIPER-Pe-Microlog, Sonic-GR (all TD to surface). FMI & Sonic Scanner to be run at geologist's discretion.

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Bill Barrett Corporation
Drilling Program REVISED
FD 9-31-2-2
Uintah County, Utah

8. Anticipated Abnormal Pressures or Temperatures

No abnormal pressures or temperatures or other hazards are anticipated.

Maximum anticipated bottom hole pressure equals approximately 5013 psi* and maximum anticipated surface pressure equals approximately 2804 psi** (bottom hole pressure minus the pressure of a partially evacuated hole calculated at 0.22 psi/foot).

*Max Mud Wt x 0.052 x TD = A (bottom hole pressure)
**Maximum surface pressure = A – (0.22 x TD)

9. Auxiliary Equipment

a) Upper kelly cock; lower Kelly cock will be installed while drilling
b) Inside BOP or stab-in valve (available on rig floor)
c) Safety valve(s) and subs to fit all string connections in use
Mud monitoring will be visually observed

10. Location and Type of Water Supply

Water for the drilling and completion will be trucked from the Green River located in Sec. 33, T8S-R20E.

11. Drilling Schedule

Location Construction:	March 2013
Spud:	March 2013
Duration:	15 days drilling time
	45 days completion time

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Bill Barrett Corporation

AURORA CEMENT VOLUMES

Well Name: FD 9-31-2-2

Surface Hole Data:

Total Depth:	1,500'
Top of Cement:	0'
OD of Hole:	12.250"
OD of Casing:	9.625"

Calculated Data:

Lead Volume:	**548.1**	ft^3
Lead Fill:	**1,000'**	
Tail Volume:	**274.0**	ft^3
Tail Fill:	**500'**	

Cement Data:

Lead Yield:	3.16	ft^3/sk
% Excess:	75%	
Top of Lead:	0'	

Tail Yield:	1.36	ft^3/sk
% Excess:	75%	
Top of Tail:	1,000'	

Calculated # of Sacks:

# SK's Lead:	**190**
# SK's Tail:	**210**

Production Hole Data:

Total Depth:	10,043'
Top of Cement:	1,000'
Top of Tail:	7,783'
OD of Hole:	7.875"
OD of Casing:	5.500"

Calculated Data:

Lead Volume:	**1762.8**	ft^3
Lead Fill:	**6,783'**	
Tail Volume:	**587.4**	ft^3
Tail Fill:	**2,260'**	

Cement Data:

Lead Yield:	2.31	ft^3/sk
Tail Yield:	1.42	ft^3/sk
% Excess:	50%	

Calculated # of Sacks:

# SK's Lead:	**770**
# SK's Tail:	**420**

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FD 9-31-2-2 Proposed Cementing Program

Job Recommendation				Surface Casing
Lead Cement - (1000' - 0')				
Halliburton Light Premium	Fluid Weight:	11.0	lbm/gal	
5.0 lbm/sk Silicalite Compacted	Slurry Yield:	3.16	ft^3/sk	
0.25 lbm/sk Kwik Seal	Total Mixing Fluid:	19.48	Gal/sk	
0.125 lbm/sk Poly-E-Flake	Top of Fluid:	0'		
2.0% Bentonite	Calculated Fill:	1,000'		
	Volume:	97.61	bbl	
	Proposed Sacks:	**190**	**sks**	
Tail Cement - (TD - 1000')				
Premium Cement	Fluid Weight:	14.8	lbm/gal	
2.0% Calcium Chloride	Slurry Yield:	1.36	ft^3/sk	
	Total Mixing Fluid:	6.37	Gal/sk	
	Top of Fluid:	1,000'		
	Calculated Fill:	500'		
	Volume:	48.80	bbl	
	Proposed Sacks:	**210**	**sks**	

Job Recommendation				Production Casing
Lead Cement - (7783' - 1000')				
Tuned Light™ System	Fluid Weight:	11.0	lbm/gal	
	Slurry Yield:	2.31	ft^3/sk	
	Total Mixing Fluid:	10.65	Gal/sk	
	Top of Fluid:	1,000'		
	Calculated Fill:	6,783'		
	Volume:	313.94	bbl	
	Proposed Sacks:	**770**	**sks**	
Tail Cement - (10043' - 7783')				
Econocem™ System	Fluid Weight:	13.5	lbm/gal	
0.125 lbm/sk Poly-E-Flake	Slurry Yield:	1.42	ft^3/sk	
1.0 lbm/sk Granulite TR 1/4	Total Mixing Fluid:	6.61	Gal/sk	
	Top of Fluid:	7,783'		
	Calculated Fill:	2,260'		
	Volume:	104.61	bbl	
	Proposed Sacks:	**420**	**sks**	

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PRESSURE CONTROL EQUIPMENT – Schematic Attached

A. Type: Eleven (11) Inch Double Gate Hydraulic BOP with Eleven (11) Inch Annular Preventer. The blow out preventer will be equipped as follows:

1. One (1) blind ram (above).
2. One (1) pipe ram (below).
3. Drilling spool with two (2) side outlets (choke side 3-inch minimum, kill side 2-inch minimum).
4. 3-inch diameter choke line.
5. Two (2) choke line valves (3-inch minimum).
6. Kill line (2-inch minimum).
7. Two (2) chokes with one (1) remotely controlled from the rig floor.
8. Two (2) kill line valves, and a check valve (2-inch minimum).
9. Upper and lower kelly cock valves with handles available.
10. Safety valve(s) & subs to fit all drill string connections in use.
11. Inside BOP or float sub available.
12. Pressure gauge on choke manifold.
13. Fill-up line above the uppermost preventer.

B. Pressure Rating: 5,000 psi

C. Testing Procedure:

Annular Preventer

At a minimum, the Annular Preventer will be pressure tested to 50% of the rated working pressure for a period of ten (10) minutes or until provisions of the test are met, whichever is longer.

At a minimum the above pressure test will be performed:

1. When the annular preventer is initially installed;
2. Whenever any seal subject to test pressure is broken;
3. Following related repairs; and
4. At thirty (30) day intervals.

In addition, the Annular Preventer will be functionally operated at least weekly.

Blow-Out Preventer

At a minimum, the BOP, choke manifold, and related equipment will be pressure tested to the approved working pressure of the BOP stack (if isolated from the surface casing by a test plug) or to 70% of the internal yieldstrength of the surface casing (if the BOP is not isolated from the casing by a test plug). Pressure will be

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maintained for a period of at least ten (10) minutes or until the requirmentsof the test are met, whichever is longer.

At a minimum, the above pressure test will be performed:

1. When the BOP is initially installed;
2. Whenever any seal subject to test pressure is broken;
3. Following related repairs; and
4. At thirty (30) day intervals.

In addition the pipe and blind rams will be activated each trip, but not more than once each day. All BOP drills and tests will be recorded in the IADC driller's log.

D. Choke Manifold Equipment:

All choke lines will be straight lines unless turns use tee blocks or are targeted with running tees, and will be anchored to prevent whip and vibration.

E. Accumulator:

The accumulator will have sufficient capacity to open the hydraulically-controlled choke line valve (if so equipped), close all rams plus the annular preventer, and retain a minimum of 200 psi above precharge on the closing manifold without the use of closing unit pumps. The fluid reservoir capacity will be double the usable fluid volume of the accumulator system capacity and the fluid level of the reservoir will be maintained at the manufacturer's recommendations.

The BOP system will have two (2) independent power sources to close the preventers. Nitrogen bottles (3 minimum) will be one (1) of these independent power sources and will maintain a charge equal to the manufacturer's specifications.

The accumulator precharge pressure test will be conducted prior to connecting the closing unit to the BOP stack and at least once every six (6) months thereafter. The accumulator pressure will be corrected if the measured precharge pressure is found to be above or below the maximum or minimum limits specified in the *Onshore Oil & Gas Order Number 2.*

A manual locking device (i.e. hand wheels) or automatic locking device will be installed on all systems of 2M or greater. A valve will be installed in the closing line as close as possible to the annular preventer to act as a locking device. This valve will be maintained in the open position and will be closed only when the power source for the accumulator is inoperative.

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Remote controls shall be readily accessible to the driller. Remote controls for all 3M or greater systems will be capable of closing all preventers. Remote controls for 5M or greater systems will be capable of both opening and closing all preventers. Master controls will be at the accumulator and will be capable of opening and closing all preventers and the choke line valve (if so equipped).

F. Miscellaneous Information:

The Blow-Out Preventer and related pressure control equipment will be installed, tested and maintained in compliance with the specifications in and requirements of *Onshore Oil & Gas Order Number 2.* The hydraulic BOP closing unit will be located at least twenty-five (25) feet from the well head but readily accessible to the driller. Exact locations and configurations of the hydraulic BOP closing unit will depend upon the particular rig contracted to drill this hole.

A flare line will be installed after the choke manifold, extending 125 feet (minimum) from the center of the drill hole to a separate flare pit.

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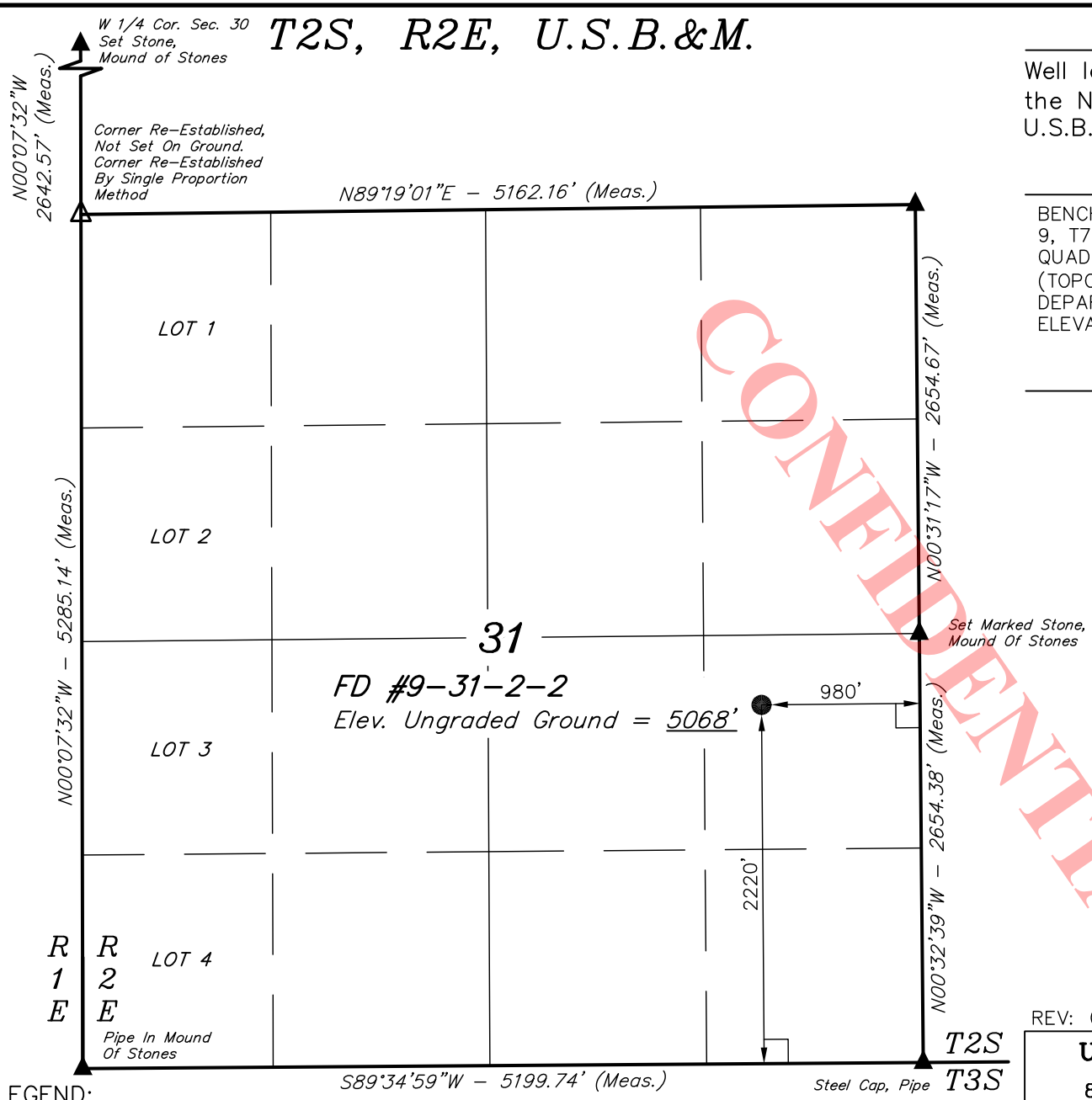
T2S, R2E, U.S.B.&M.



BILL BARRETT CORPORATION

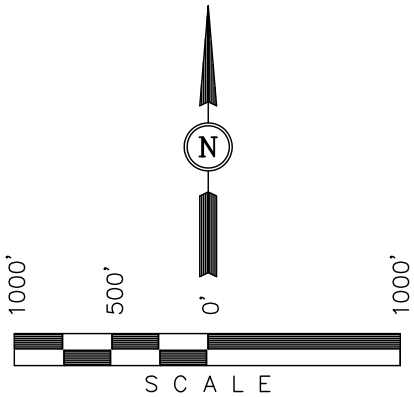
Well location, FD #9-31-2-2, located as shown in the NE 1/4 SE 1/4 of Section 31, T2S, R2E, U.S.B.&M., Uintah County, Utah.

BASIS OF ELEVATION

BENCH MARK (38EAM) LOCATED IN THE SW 1/4 OF SECTION 9, T7S, R20E, S.L.B.&M. TAKEN FROM THE PELICAN LAKE, QUADRANGLE, UTAH, UINTAH COUNTY, 7.5 MINUTE QUAD (TOPOGRAPHIC MAP) PUBLISHED BY THE UNITED STATES DEPARTMENT OF THE INTERIOR, GEOLOGICAL SURVEY. SAID ELEVATION IS MARKED AS BEING 4942 FEET.

BASIS OF BEARINGS

BASIS OF BEARINGS IS A G.P.S. OBSERVATION.



CERTIFICATE

THIS IS TO CERTIFY THAT THE ABOVE PLAT WAS PREPARED FROM FIELD NOTES OF ACTUAL SURVEYS MADE BY ME OR UNDER MY SUPERVISION AND THAT THE SAME ARE TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE AND BELIEF.

REGISTERED LAND SURVEYOR
REGISTRATION NO. 161319
STATE OF UTAH

REV: 05-04-12 Z.L.

LEGEND:

- = 90° SYMBOL
- = PROPOSED WELL HEAD.
- ▲ = SECTION CORNERS LOCATED.
- △ = SECTION CORNERS RE-ESTABLISHED. (Not Set on Ground.)

NAD 83 (SURFACE LOCATION)	
LATITUDE	40°15'52.59" (40.264608)
LONGITUDE	109°48'22.52" (109.806256)
NAD 27 (SURFACE LOCATION)	
LATITUDE	40°15'52.73" (40.264647)
LONGITUDE	109°48'20.01" (109.805558)

UINTAH ENGINEERING & LAND SURVEYING
85 SOUTH 200 EAST - VERNAL, UTAH 84078
(435) 789-1017

SCALE	DATE SURVEYED:	DATE DRAWN:
1" = 1000'	02-14-12	03-26-12
PARTY: C.R. S.R. R.L.L.	REFERENCES: G.L.O. PLAT	
WEATHER: COOL	FILE: BILL BARRETT CORPORATION	

BILL BARRETT CORPORATION

FD #9-31-2-2

LOCATED IN UINTAH COUNTY, UTAH
SECTION 31, T2S, R2E, U.S.B.&M.

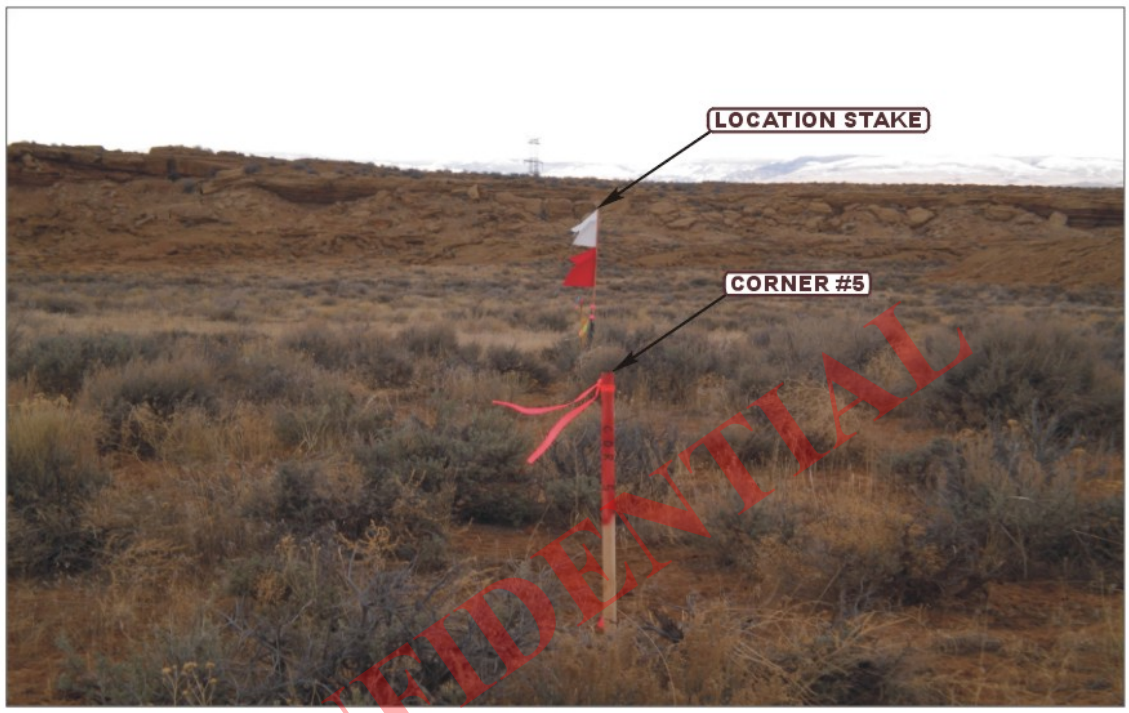


PHOTO: VIEW FROM CORNER #5 TO LOCATION STAKE — CAMERA ANGLE: NORTHWESTERLY

PHOTO: VIEW FROM BEGINNING OF PROPOSED ACCESS — CAMERA ANGLE: SOUTHERLY

- Since 1964 -
Uintah Engineering & Land Surveying
85 South 200 East Vernal, Utah 84078
(435) 789-1017 * FAX (435) 789-1813

LOCATION PHOTOS	03 MONTH	27 DAY	12 YEAR	PHOTO
TAKEN BY: C.R.	DRAWN BY: B.G.	REV: 05-04-12 C.I.		

API Well Number: 43047533190000

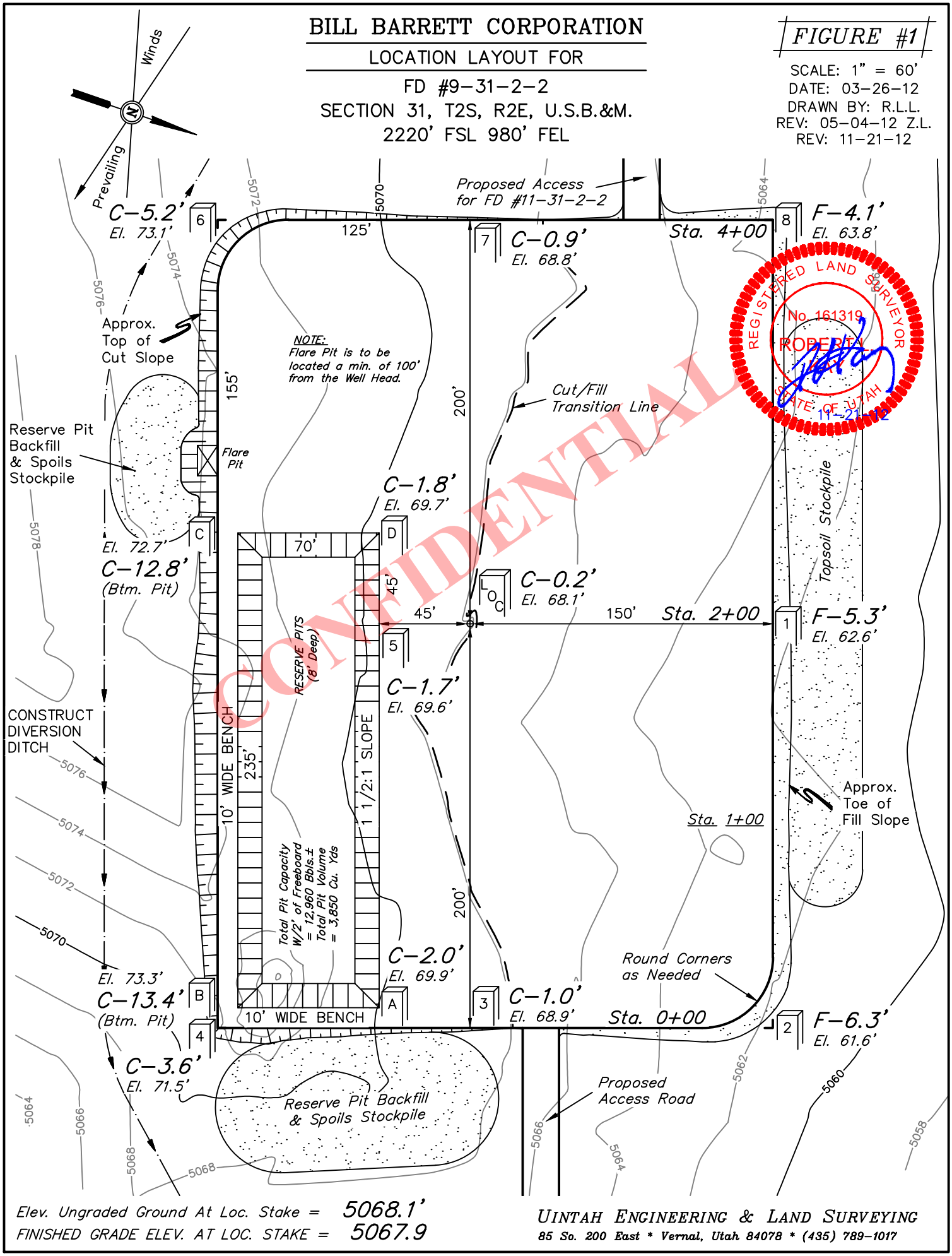
BILL BARRETT CORPORATION

LOCATION LAYOUT FOR

FD #9-31-2-2
SECTION 31, T2S, R2E, U.S.B.&M.
2220' FSL 980' FEL

FIGURE #1

SCALE: 1" = 60'
DATE: 03-26-12
DRAWN BY: R.L.L.
REV: 05-04-12 Z.L.
REV: 11-21-12



REGISTERED LAND SURVEYOR
No. 161319
ROBERT L. KAY
STATE OF UTAH
11-21-12

Elev. Ungraded Ground At Loc. Stake = 5068.1'
FINISHED GRADE ELEV. AT LOC. STAKE = 5067.9

UINTAH ENGINEERING & LAND SURVEYING
85 So. 200 East * Vernal, Utah 84078 * (435) 789-1017

RECEIVED: April 29, 2013

BILL BARRETT CORPORATION

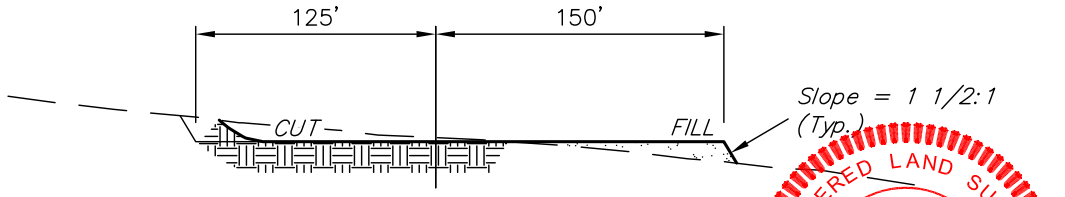
TYPICAL CROSS SECTIONS FOR

FD #9-31-2-2
SECTION 31, T2S, R2E, U.S.B.&M.
2220' FSL 980' FEL

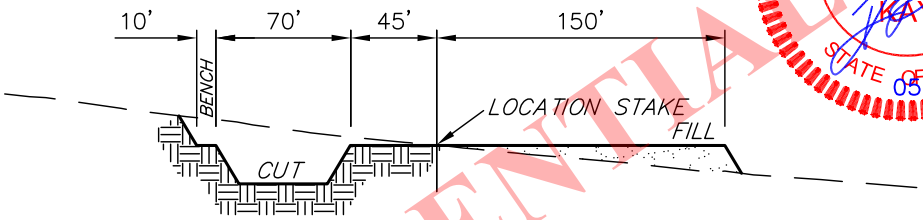
FIGURE #2

1" = 40'
X-Section Scale
1" = 100'

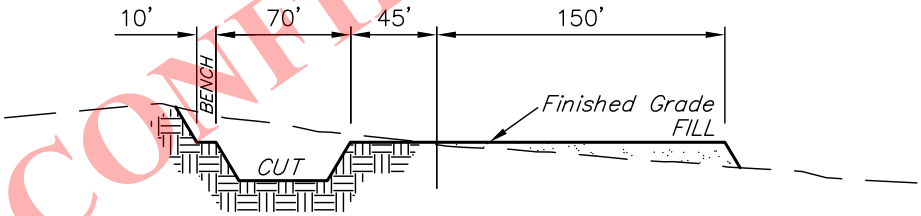
DATE: 03-26-12
DRAWN BY: R.L.L.
REV: 05-04-12 Z.L.



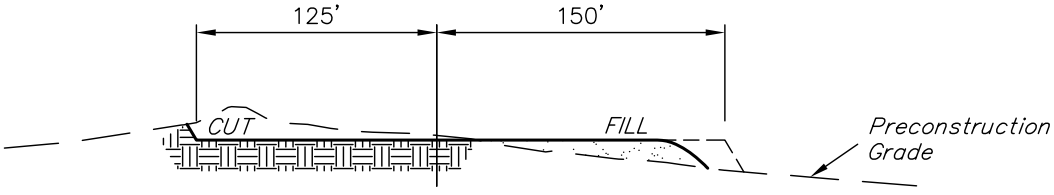
STA. 4+00



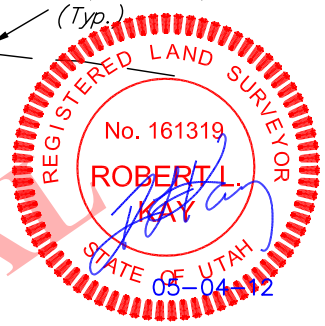
STA. 2+00



STA. 1+00



STA. 0+00



NOTE:
Topsoil should not be Stripped Below Finished Grade on Substructure Area.

APPROXIMATE ACREAGES

WELL SITE DISTURBANCE = ± 3.357 ACRES
ACCESS ROAD DISTURBANCE = ± 1.171 ACRES
PIPELINE DISTURBANCE = ± 1.133 ACRES
TOTAL = ± 5.661 ACRES

* *NOTE:*
FILL QUANTITY INCLUDES 5% FOR COMPACTION

APPROXIMATE YARDAGES

(6") Topsoil Stripping	=	*2,190* Cu. Yds.
Remaining Location	=	*8,900* Cu. Yds.
TOTAL CUT	=	*11,090* CU. YDS.
FILL	=	*6,970* CU. YDS.

EXCESS MATERIAL	=	*4,120* Cu. Yds.
Topsoil & Pit Backfill (1/2 Pit Vol.)	=	*4,120* Cu. Yds.
EXCESS UNBALANCE (After Interim Rehabilitation)	=	*0* Cu. Yds.

UINTAH ENGINEERING & LAND SURVEYING
*85 So. 200 East * Vernal, Utah 84078 * (435) 789-1017*

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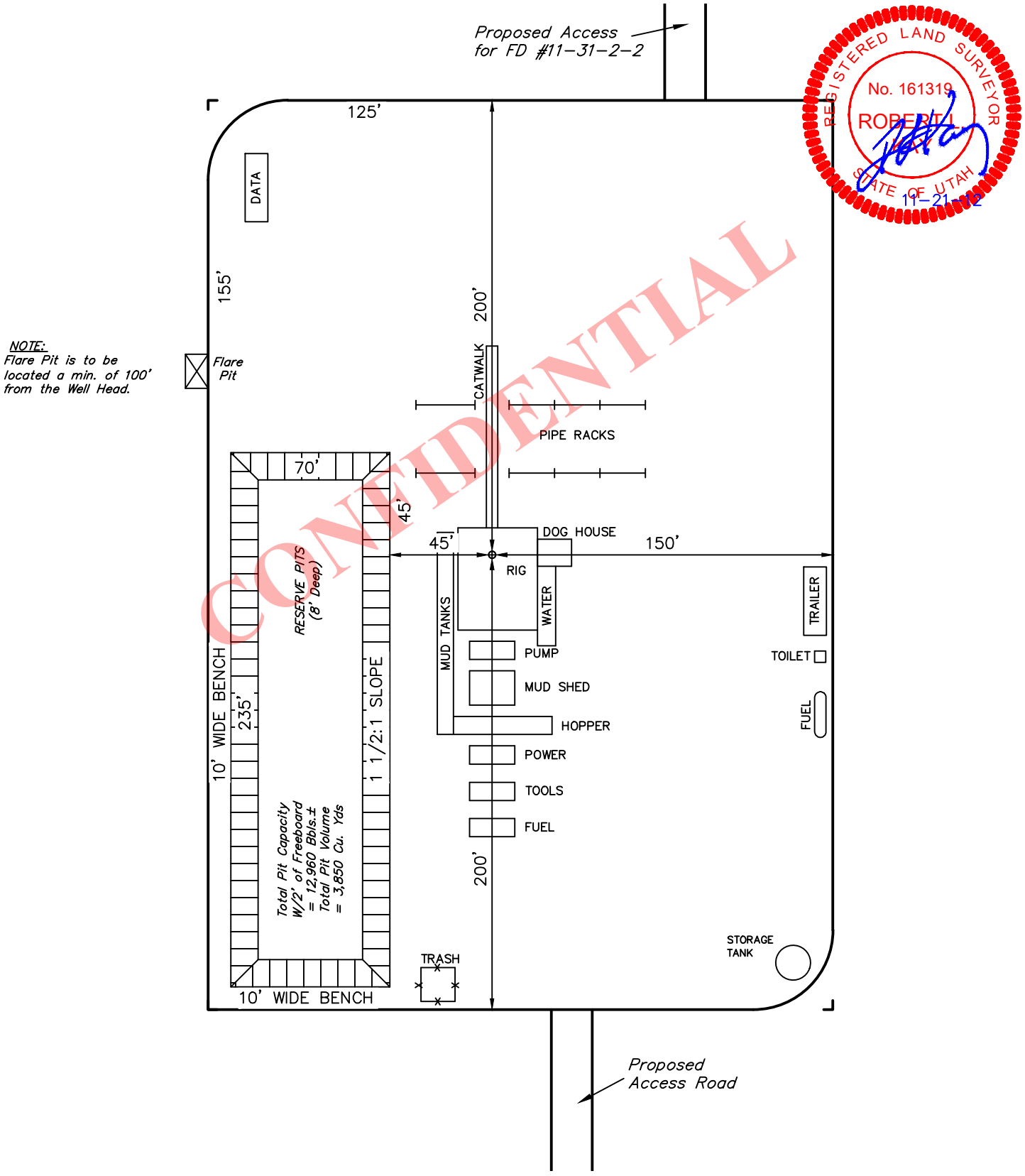
BILL BARRETT CORPORATION

TYPICAL RIG LAYOUT FOR

FD #9-31-2-2
SECTION 31, T2S, R2E, U.S.B.&M.
2220' FSL 980' FEL

FIGURE #3

SCALE: 1" = 60'
DATE: 03-26-12
DRAWN BY: R.L.L.
REV: 05-04-12 Z.L.
REV: 11-21-12



REGISTERED LAND SURVEYOR
No. 161319
ROBERT L. KAY
STATE OF UTAH
11-21-12

UINTAH ENGINEERING & LAND SURVEYING
85 So. 200 East * Vernal, Utah 84078 * (435) 789-1017

RECEIVED: April 29, 2013

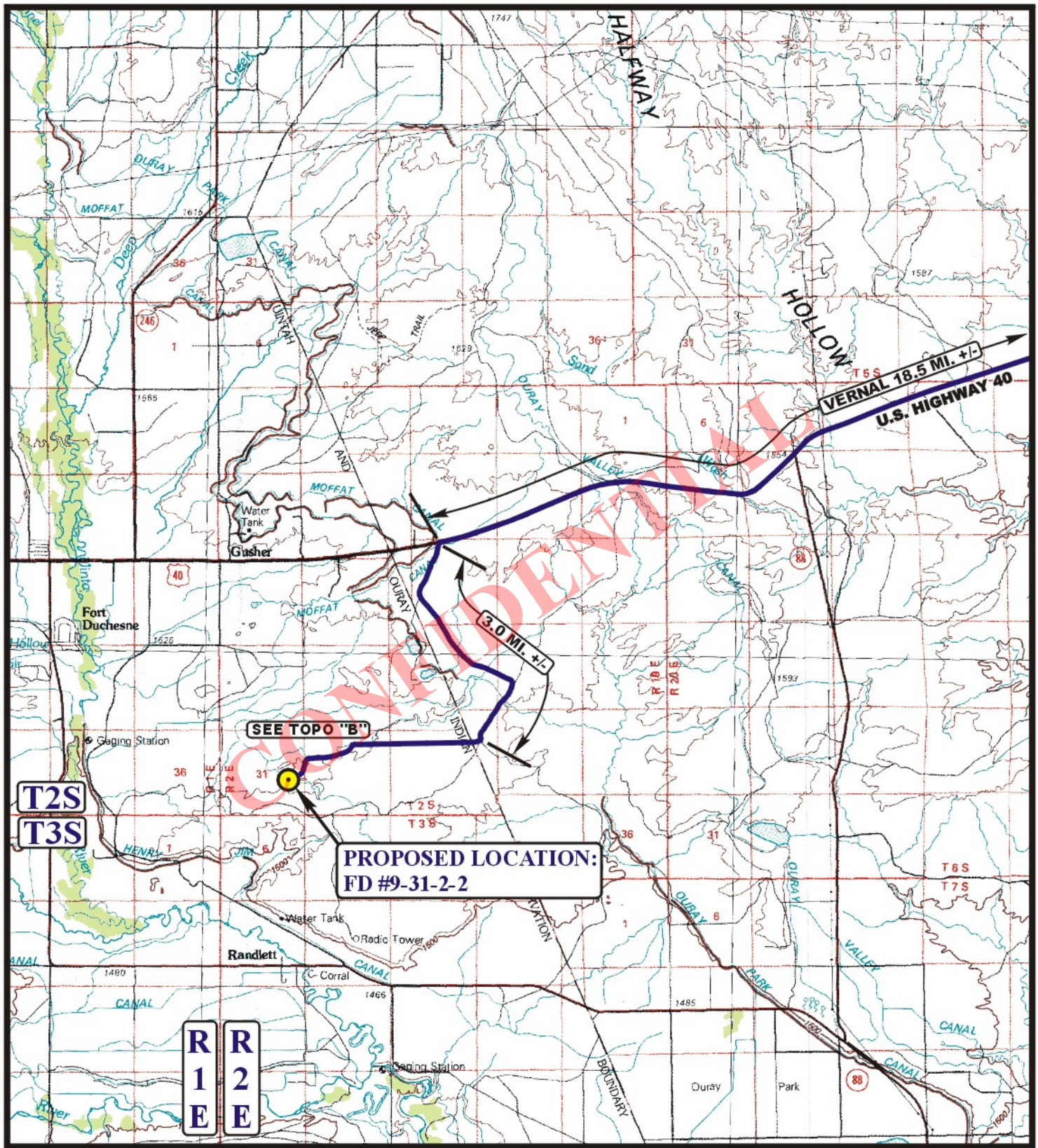
BILL BARRETT CORPORATION
FD #9-31-2-2
SECTION 31, T2S, R2E, U.S.B.&M.

PROCEED IN A WESTERLY DIRECTION FROM VERNAL, UTAH ALONG U.S. HIGHWAY 40 APPROXIMATELY 18.5 MILES TO THE JUNCTION OF THIS ROAD AND AN EXISTING ROAD TO THE SOUTH; TURN LEFT AND PROCEED IN A SOUTHERLY DIRECTION APPROXIMATELY 3.0 MILES TO THE BEGINNING OF THE PROPOSED ACCESS FOR FD #3-32-2-2 TO THE WEST; FOLLOW ROAD FLAGS IN A WESTERLY DIRECTION APPROXIMATELY 7,995' TO THE BEGINNING OF THE PROPOSED ACCESS FOR THE FD#3-31-2-2 TO THE SOUTH; FOLLOW ROAD FLAGS IN A WESTERLY THEN SOUTHERLY DIRECTION APPROXIMATELY 3,079' TO THE BEGGING OF THE PROPOSED ACCESS TO THE SOUTH FOLLOW ROAD FLAGS IN A SOUTHERLY, THEN WESTERLY DIRECTION APPROXIMATELY 1,719' TO THE PROPOSED WELL LOCATION.

TOTAL DISTANCE FROM DUCHESNE, UTAH TO THE PROPOSED WELL LOCATION IS APPROXIMATELY 23.9 MILES.

RECEIVED: April 29, 2013

API Well Number: 43047533190000



LEGEND:

PROPOSED LOCATION

N

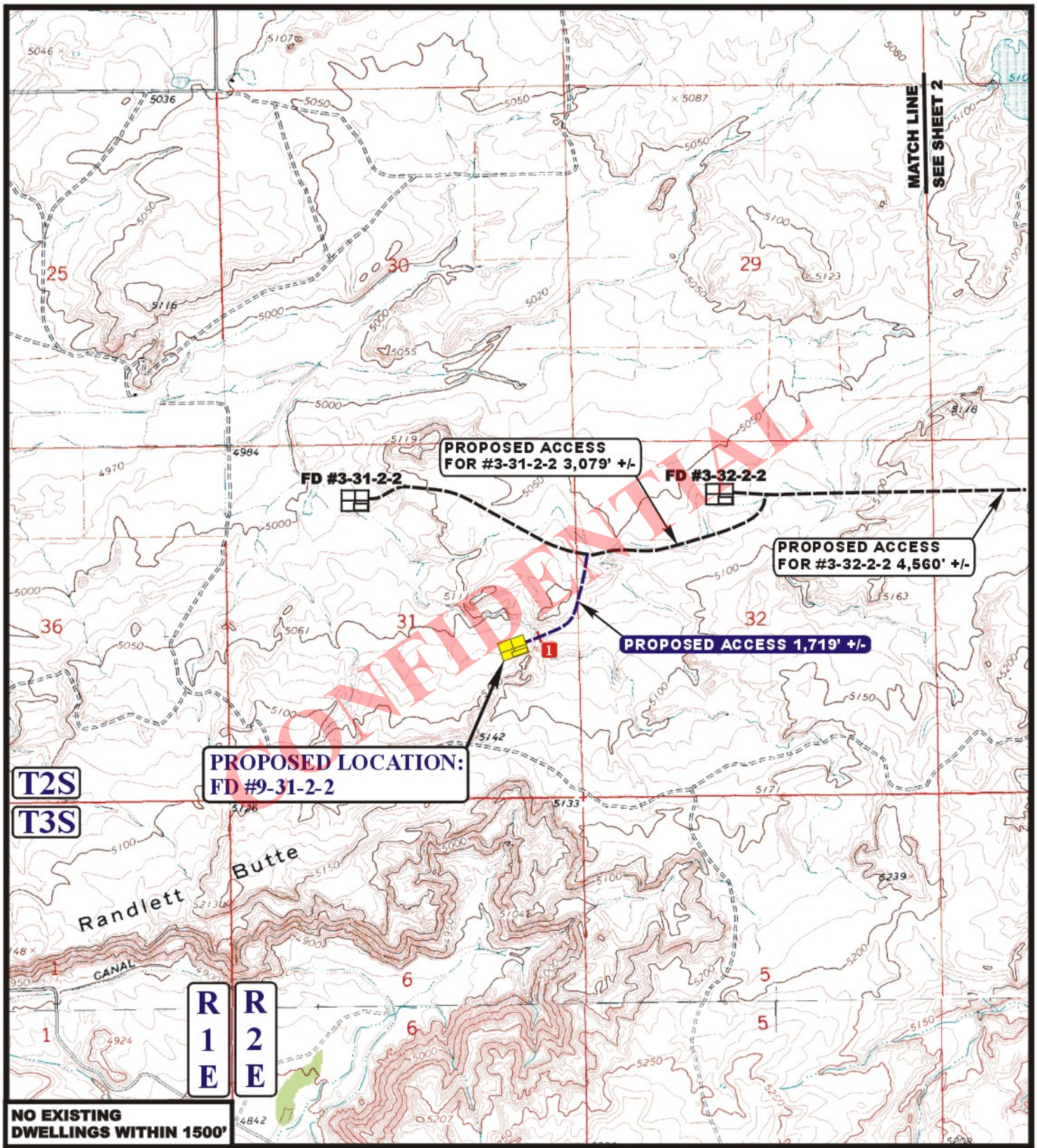
BILL BARRETT CORPORATION

FD #9-31-2-2
SECTION 31, T2S, R2E, U.S.B.&M.
2220' FSL 980' FEL

Uintah Engineering & Land Surveying
85 South 200 East Vernal, Utah 84078
(435) 789-1017 * FAX (435) 789-1813

ACCESS ROAD MAP	03 MONTH	27 DAY	12 YEAR	A TOPO
SCALE: 1:100,000	DRAWN BY: B.G.	REV: 05-04-12 C.I.		

API Well Number: 43047533190000



LEGEND:

EXISTING ROAD
PROPOSED ACCESS ROAD
1 36" CMP REQUIRED

N

BILL BARRETT CORPORATION

FD #9-31-2-2
SECTION 31, T2S, R2E, U.S.B.&M.
2220' FSL 980' FEL

Uintah Engineering & Land Surveying
85 South 200 East Vernal, Utah 84078
(435) 789-1017 * FAX (435) 789-1813

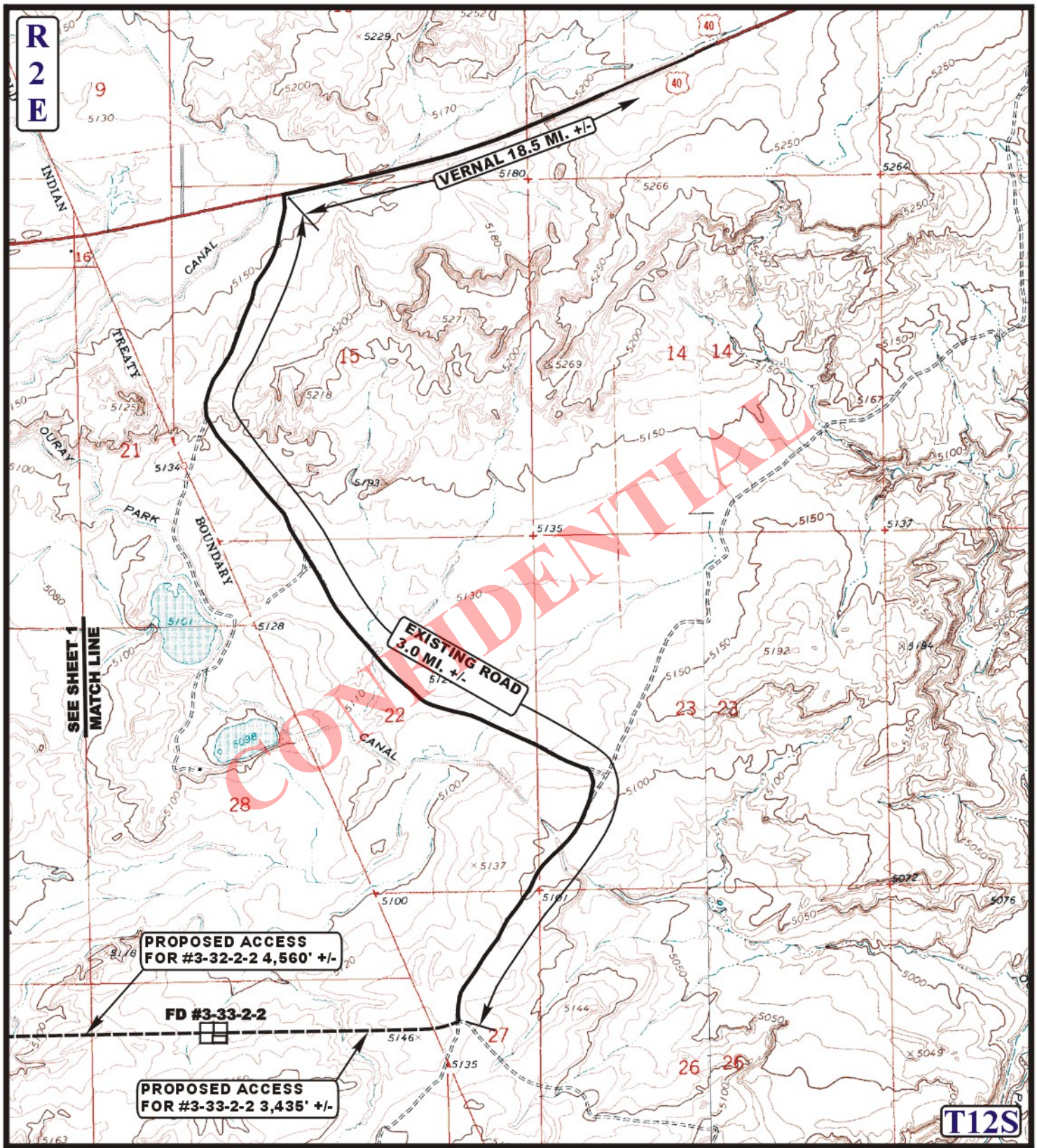
ACCESS ROAD MAP

03 MONTH | 27 DAY | 12 YEAR

SCALE: 1" = 2000' | DRAWN BY: B.G. | REV: 05-04-12 C.I.

B1 TOPO

API Well Number: 43047533190000



LEGEND:

EXISTING ROAD

N

BILL BARRETT CORPORATION

FD #9-31-2-2
SECTION 31, T2S, R2E, U.S.B.&M.
2220' FSL 980' FEL

Uintah Engineering & Land Surveying
85 South 200 East Vernal, Utah 84078
(435) 789-1017 * FAX (435) 789-1813

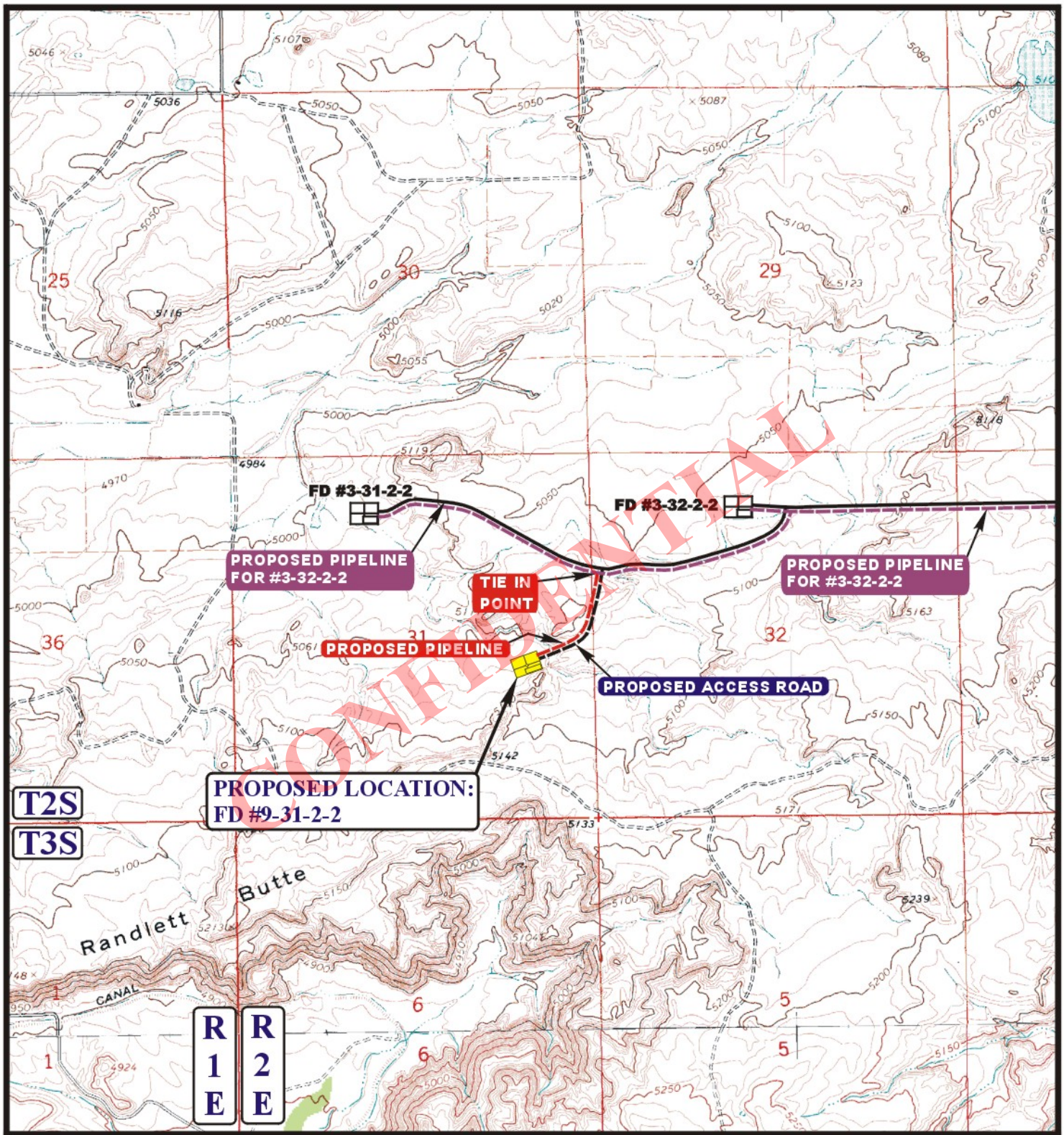
ACCESS ROAD MAP

03	27	12
MONTH	DAY	YEAR

SCALE: 1" = 2000' | DRAWN BY: B.G. | REV: 05-04-12 C.I.

B2 TOPO

API Well Number: 43047533190000



APPROXIMATE TOTAL PIPELINE DISTANCE = 1,668' +/-

LEGEND:

EXISTING ROAD
PROPOSED ACCESS
PROPOSED PIPELINE (SERVICING OTHER WELLS)
PROPOSED PIPELINE

BILL BARRETT CORPORATION

FD #9-31-2-2
SECTION 31, T2S, R2E, U.S.B.&M.
2220' FSL 980' FEL

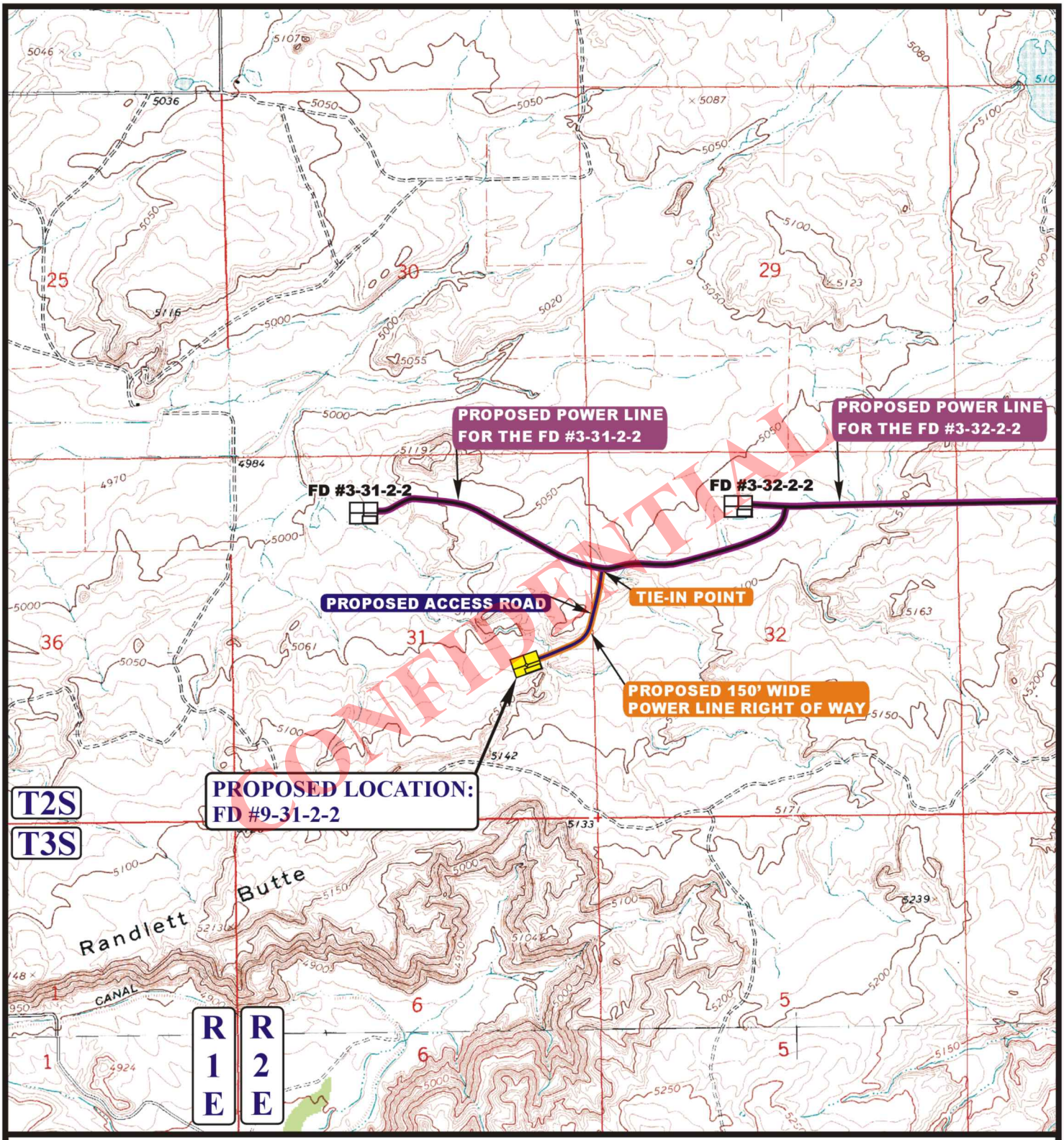
Uintah Engineering & Land Surveying
85 South 200 East Vernal, Utah 84078
(435) 789-1017 * FAX (435) 789-1813

TOPOGRAPHIC MAP | 03 MONTH | 27 DAY | 12 YEAR

SCALE: 1" = 2000' | DRAWN BY: B.G. | REV: 05-04-12 C.I.

C TOPO

API Well Number: 43047533190000



APPROXIMATE TOTAL POWER LINE DISTANCE = 1,724' +/-

LEGEND:

PROPOSED ACCESS ROAD
PROPOSED POWER LINE
PROPOSED POWER LINE (SERVICING OTHER WELLS)

N

BILL BARRETT CORPORATION

FD #9-31-2-2
SECTION 31, T2S, R2E, U.S.B.&M.
2220' FSL 980' FEL

Uintah Engineering & Land Surveying
85 South 200 East Vernal, Utah 84078
(435) 789-1017 * FAX (435) 789-1813

TOPOGRAPHIC MAP	04 MONTH	22 DAY	13 YEAR	D TOPO
SCALE: 1" = 2000'	DRAWN BY: S.O.	REVISED: 00-00-00		

SURFACE USE AGREEMENT
(FD 9-31-2-2)

THIS AGREEMENT Dated November 9, 2012 by and between
Vernon B. Richens and Eva Diane Richens, husband and wife, as joint tenants with full rights of survivorship
whose address is P.O. Box 722, Ft. Duchesne, UT 84026
Phone # (435) 545-2535 , hereinafter referred to as "Surface Owner", and
Bill Barrett Corporation and its Subsidiaries , whose address is 1099 18th Street, #2300, Denver, CO 80202
hereinafter referred to as "Operator".

WITNESSETH:

WHEREAS, Surface Owner represents that he is the owner in fee and in possession of the surface estate for the following described lands in **Uintah** County, **Utah** , hereinafter referred to as "Lands", to wit:

Tracts of land lying in the **NE/4SE/4, SE/4NE/4 of Section 31, Township 2 South, Range 2 East, USM** as further described on Exhibit "A" attached hereto and made a part hereof.

WHEREAS, Operator has or will acquire certain leasehold interests in the oil and gas mineral estate in the Lands and proposes to conduct drilling and subsequent production operations on the Lands; and

WHEREAS, Surface Owners are generally aware of the nature of the operations which may be conducted under oil and gas leases covering the mineral estate of the Lands; and

WHEREAS, the parties believe that it is in their mutual best interest to agree to the amount of damages to be assessed incident to the operations of Operator on the premises in the exploration for, development and production of oil, gas and/or other leasehold substances under the terms of those certain oil and gas leases now owned or which may be acquired by Operator covering portions of the mineral estate of the Lands; and,

WHEREAS, the parties believe that a reasonable estimate can be made of the damages which will result from the exploration, development and production operations contemplated by such oil and gas leases.

NOW, THEREFORE, in consideration of ten dollars and other valuable consideration, the sufficiency of which is hereby acknowledged, the parties agree as follows:

1. Operator has the right of ingress and egress and to the use of those portions of the Lands which it requires for oil and gas exploration, development and production operations, including tank batteries and other production facilities and the transportation of produced substances from the leasehold, and also the right to construct and use roads and pipelines across portions of the Lands. Operator shall pay Surface Owners as liquidated damages the following sum as full settlement and satisfaction of all damages growing out of, incident to, or in connection with the usual and customary exploration, drilling, completion, sidetracking, reworking, equipping and production operations, contemplated by the oil and gas leases covering the Lands, unless otherwise specifically provided herein:

b. Powerlines: Grant a Right-of-Way Easement for overhead and/or underground power lines and power line facilities to be exercised by Moon Lake Electric Association, Inc., throughout their service territory.

2. Operator agrees to consult with the surface owners and/or tenant as to all routes of ingress and egress. Prior to the construction of any roads, pipelines, tank battery installations, or installation of any other equipment on the leased premises, Operator shall consult with the surface owners and/or tenant as to the location and direction of same.

3. It is the intention of the parties hereto to cause as little interference with farming operations on the leased premises as reasonably possible, including but specifically not limited to the operation of any pivotal irrigation sprinkler system, or any other irrigation method. If any circular irrigation sprinkler system is in use at the time of initial drilling operations on the leased premises, then any subsequent production equipment, including but specifically not limited to pump jacks, hydraulic lifting equipment, or any other equipment necessary to produce any oil or gas from such well, shall be recessed to such depths, or ramps constructed, so as to allow the continued use of such circular irrigation system.

4. In the event any well hereunder is plugged and abandoned, Operator agrees that Operator will, within a reasonable time, restore Surface Owner's surface estate as near as practical to its original condition found prior to Operator's operations. It is understood and agreed that Surface Owners may elect in writing, prior to cessation of operations of Operator, to have any road constructed under the terms of this Agreement remain upon the property, in which event Operator agrees to leave such road or roads in reasonable condition.

5. Operator is responsible for acquiring all necessary permits, licenses, fees, etc. incident to its operations on the Lands.

6. In the event Surface Owners consider Operator has not complied with all its obligations hereunder, both express and implied, Surface Owners shall notify Operator in writing, setting out specifically in what respects Operator has breached this contract. Operator shall then have sixty (60) days to meet or commence to meet all or any part of the breaches alleged by Surface Owners. The service of said notice shall be precedent to the bringing of any action by Surface Owners for any cause, and no such action shall be brought until the lapse of sixty (60) days after service of such notice on Operator. In the event of litigation, the prevailing party's reasonable attorney's fees will be paid by the opposing party.

7. Operator shall be responsible and shall remain liable for any environmental problems on the subject lands which are caused by or through its operations. To the extent that any such claims are asserted, Operator will be responsible for any remediation required as provided by state regulations. This assumption of liability, however, does not include any third-party operations on the subject lands or any Surface Owners actions which could cause environmental problems but is limited solely to the actions of Operator. Operator hereby indemnifies and holds harmless Surface Owners from any and all environmental problems it causes on the Lands.

8. In the event Surface Owners own less than the entire fee interest in the Lands, then any payment stated herein shall be proportionately reduced to the interest owned.

9. This Agreement shall remain in full force and effect from the date hereof and for so long thereafter as Operator's oil and gas operations affecting the Lands are in effect.

10. When the word "Operator" is used in this Agreement, it shall also mean the successors and assigns of Operator, including but not limited to its employees and officers, agents, affiliates, contractors, subcontractors and/or purchasers.

11. This Agreement shall be binding upon and inure to the benefit of the heirs, successors and assigns of the parties.

SURFACE OWNERS:

Vernon B Richens
By: Vernon B. Richens

Eva Diane Richens
By: Eva Diane Richens

SS/Tax ID#

SS/Tax ID#

STATE of Utah

ACKNOWLEDGEMENT

COUNTY of Uintah

BEFORE ME, the undersigned, a Notary Public, in and for said County and State, on this 9th day of November ,2012 personally appeared **Vernon B. Richens and Eva Diane Richens, husband and wife, as joint tenants with full rights of survivorship**, to me known to be the Identical person(s) , described in and who executed the within and foregoing instrument of writing and acknowledged to me that they duly executed same as their free and voluntary act and deed for the uses and purposes therein set forth and in the capacity stated therein.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my notarial seal the day and year last above written.

My Commission Expires: 3-9-16

Connie J Maloney
Notary Public:

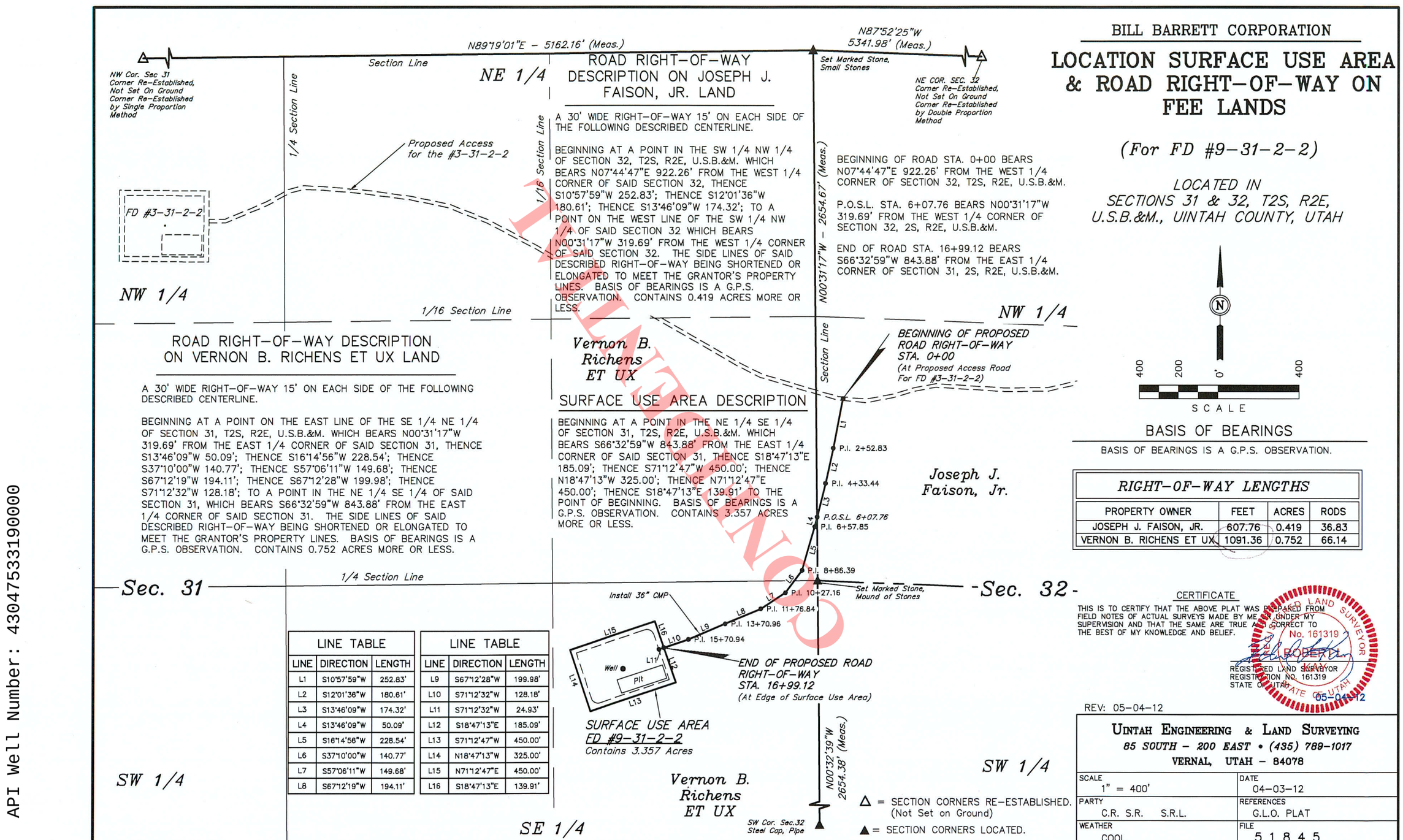
Notary Public
CONNIE J. MALONEY
Commission #653959
My Commission Expires
March 9, 2016
State of Utah

BILL BARRETT CORPORATION

LOCATION SURFACE USE AREA & ROAD RIGHT-OF-WAY ON FEE LANDS

(For FD #9-31-2-2)

LOCATED IN
SECTIONS 31 & 32, T2S, R2E,
U.S.B.&M., UINTAH COUNTY, UTAH



ROAD RIGHT-OF-WAY DESCRIPTION ON JOSEPH J. FAISON, JR. LAND

A 30' WIDE RIGHT-OF-WAY 15' ON EACH SIDE OF THE FOLLOWING DESCRIBED CENTERLINE.

BEGINNING AT A POINT IN THE SW 1/4 NW 1/4 OF SECTION 32, T2S, R2E, U.S.B.&M. WHICH BEARS N07°44'47"E 922.26' FROM THE WEST 1/4 CORNER OF SAID SECTION 32, THENCE S10°57'59"W 252.83'; THENCE S12°01'36"W 180.61'; THENCE S13°46'09"W 174.32'; TO A POINT ON THE WEST LINE OF THE SW 1/4 NW 1/4 OF SAID SECTION 32 WHICH BEARS N00°31'17"W 319.69' FROM THE WEST 1/4 CORNER OF SAID SECTION 32. THE SIDE LINES OF SAID DESCRIBED RIGHT-OF-WAY BEING SHORTENED OR ELONGATED TO MEET THE GRANTOR'S PROPERTY LINES. BASIS OF BEARINGS IS A G.P.S. OBSERVATION. CONTAINS 0.419 ACRES MORE OR LESS.

BEGINNING OF ROAD STA. 0+00 BEARS N07°44'47"E 922.26' FROM THE WEST 1/4 CORNER OF SECTION 32, T2S, R2E, U.S.B.&M.

P.O.S.L. STA. 6+07.76 BEARS N00°31'17"W 319.69' FROM THE WEST 1/4 CORNER OF SECTION 32, 2S, R2E, U.S.B.&M.

END OF ROAD STA. 16+99.12 BEARS S66°32'59"W 843.88' FROM THE EAST 1/4 CORNER OF SECTION 31, 2S, R2E, U.S.B.&M.

ROAD RIGHT-OF-WAY DESCRIPTION ON VERNON B. RICHENS ET UX LAND

A 30' WIDE RIGHT-OF-WAY 15' ON EACH SIDE OF THE FOLLOWING DESCRIBED CENTERLINE.

BEGINNING AT A POINT ON THE EAST LINE OF THE SE 1/4 NE 1/4 OF SECTION 31, T2S, R2E, U.S.B.&M. WHICH BEARS N00°31'17"W 319.69' FROM THE EAST 1/4 CORNER OF SAID SECTION 31, THENCE S13°46'09"W 50.09'; THENCE S16°14'56"W 228.54'; THENCE S37°10'00"W 140.77'; THENCE S57°06'11"W 149.68'; THENCE S67°12'19"W 194.11'; THENCE S67°12'28"W 199.98'; THENCE S71°12'32"W 128.18'; TO A POINT IN THE NE 1/4 SE 1/4 OF SAID SECTION 31, WHICH BEARS S66°32'59"W 843.88' FROM THE EAST 1/4 CORNER OF SAID SECTION 31. THE SIDE LINES OF SAID DESCRIBED RIGHT-OF-WAY BEING SHORTENED OR ELONGATED TO MEET THE GRANTOR'S PROPERTY LINES. BASIS OF BEARINGS IS A G.P.S. OBSERVATION. CONTAINS 0.752 ACRES MORE OR LESS.

SURFACE USE AREA DESCRIPTION

BEGINNING AT A POINT IN THE NE 1/4 SE 1/4 OF SECTION 31, T2S, R2E, U.S.B.&M. WHICH BEARS S66°32'59"W 843.88' FROM THE EAST 1/4 CORNER OF SAID SECTION 31, THENCE S18°47'13"E 185.09'; THENCE S71°12'47"W 450.00'; THENCE N18°47'13"W 325.00'; THENCE N71°12'47"E 450.00'; THENCE S18°47'13"E 139.91' TO THE POINT OF BEGINNING. BASIS OF BEARINGS IS A G.P.S. OBSERVATION. CONTAINS 3.357 ACRES MORE OR LESS.

LINE TABLE		
LINE	DIRECTION	LENGTH
L1	S10°57'59"W	252.83'
L2	S12°01'36"W	180.61'
L3	S13°46'09"W	174.32'
L4	S13°46'09"W	50.09'
L5	S16°14'56"W	228.54'
L6	S37°10'00"W	140.77'
L7	S57°06'11"W	149.68'
L8	S67°12'19"W	194.11'

LINE TABLE		
LINE	DIRECTION	LENGTH
L9	S67°12'28"W	199.98'
L10	S71°12'32"W	128.18'
L11	S71°12'32"W	24.93'
L12	S18°47'13"E	185.09'
L13	S71°12'47"W	450.00'
L14	N18°47'13"W	325.00'
L15	N71°12'47"E	450.00'
L16	S18°47'13"E	139.91'

BASIS OF BEARINGS

BASIS OF BEARINGS IS A G.P.S. OBSERVATION.

RIGHT-OF-WAY LENGTHS			
PROPERTY OWNER	FEET	ACRES	RODS
JOSEPH J. FAISON, JR.	607.76	0.419	36.83
VERNON B. RICHENS ET UX	1091.36	0.752	66.14

△ = SECTION CORNERS RE-ESTABLISHED. (Not Set on Ground)

▲ = SECTION CORNERS LOCATED.

CERTIFICATE

THIS IS TO CERTIFY THAT THE ABOVE PLAT WAS PREPARED FROM FIELD NOTES OF ACTUAL SURVEYS MADE BY ME OR UNDER MY SUPERVISION AND THAT THE SAME ARE TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE AND BELIEF.

REGISTERED LAND SURVEYOR
REGISTRATION NO. 161319
STATE OF UTAH

REV: 05-04-12

UINTAH ENGINEERING & LAND SURVEYING
85 SOUTH - 200 EAST • (435) 789-1017
VERNAL, UTAH - 84078

SCALE 1" = 400'	DATE 04-03-12
PARTY C.R. S.R. S.R.L.	REFERENCES G.L.O. PLAT
WEATHER COOL	FILE 51845

ROAD RIGHT-OF-WAY AGREEMENT

STATE OF UTAH }
} **SS**
COUNTY OF UINTAH }

THAT, effective on this 24th day of January, 2013,

Joseph J. Faison,Jr., whose address is **P O Box 714, Fayetteville, TN 37334**

("GRANTOR"), the receipt and sufficiency of which is hereby acknowledged, do hereby grant to **Bill Barrett Corporation** ("GRANTEE"), of **1099 18th Street, #2300, Denver, CO 80202,** its successors or assigns, a right-of-way to construct, maintain and use a road for the purpose of drilling, operating and maintaining a well or wells for the production of the oil and/or gas, along with the right to lay, construct, maintain, alter, inspect, repair, replace, change the size of, operate, and remove drips, valves, electrical power lines, whether buried or overhead, cathodic equipment, and all appurtenances convenient for the maintenance and operation of said lines and for the transportation of oil, gas, produced water, or other substances therein, under, on, over and through the premises hereinafter described, and the Grantee is granted the right of ingress and egress, over and across said road and lands for any purpose necessary or incidental to the drilling, operating and maintaining a well or wells owned by Grantee.

The said right-of-way shall be located over and across the following described lands owned by the Grantor in **Uintah** County, State of Utah, to-wit:

Township 2 South, Range 2 East, USM
Section 32: A tract of land lying in the SW/4NW/4, NW/4NE/4

As further described on Exhibit "A" attached hereto and made a part hereof.

To have and to hold said easements, rights, and right-of-way unto the said Grantee, its successors and assigns.

Grantee to have the right to select, change or alter the routes of all roads herein authorized to be laid upon, over and through the above described premises. Grantor shall not place anything over or so close to any road, or other facility of Grantee as will be likely to interfere with Grantee's access thereto by use of equipment of means customarily employed in the maintenance of pipelines. Grantee to pay for all damage to growing crops, drainage tile and fences of Grantor arising out of the construction or repair of any of the roads and facilities herein authorized to be maintained and operated by Grantee. This easement shall not exceed Sixty-Six (60') feet for construction and Fifty (50') feet for the permanent easement. Disturbed ground, not in the permanent road easement, to be reseeded at recommended seeding rates per Surface Owners once cleanup is completed.

The foregoing sets out the entire agreement between Grantor and Grantee, and supersedes any prior oral or written agreements or negotiations not set out in writing herein or in the oil and gas lease covering the above described lands. No provisions of this agreement shall be modified, altered or waived except by written amendment executed by the parties or their representatives as set forth below. This agreement shall not act to modify or diminish operator's rights and privileges under any oil and gas leases owned by Operator covering all or any portion of the above described lands.

For the same consideration, the undersigned agree to account to any party who may be entitled to any portion of the aforementioned sum, and to indemnify and hold harmless **Bill Barrett Corporation**, its successors and assigns, from any claim by any other party for damages to the above described lands and the improvements and crops and other things situated thereon.

Grantor shall be held harmless from any claim or demand made on the grounds of damage to property or injury to or death of persons, arising out of Grantee's exercise of the rights herein granted.

This agreement shall terminate within six (6) months after cessation of use by Grantee. Following completion of the pipeline, Grantee agrees to restore the surface of said land as nearly as is reasonably practical to its original condition.

This agreement is signed by Grantor and Grantee as of the date of acknowledgment of their signatures below, but is effective for all purposes as of the Effective Date stated above.

This agreement shall be binding upon the successors and assigns of the parties hereto and shall be deemed to be a covenant running with the lands described above.

IN WITNESS WHEREOF, the GRANTOR and GRANTEE herein named have hereunto set their hand and seal this 28TH day of JANUARY, 2013.

GRANTOR:

Joseph J. Faison, Jr.

GRANTEE:
Bill Barrett Corporation

Huntington T. Walker, Senior Vice-President Land

ACKNOWLEDGEMENT

STATE OF TN }
} SS
COUNTY OF LINCOLN }

BEFORE me, the undersigned, a Notary Public in and fore said County and State, on this 28TH day of JANUARY, 2013, personally appeared **Joseph J. Faison, Jr.,** to me known to be the identical person(s) who executed the within and foregoing instrument, and acknowledged to me that they executed the same as a free and voluntary act and deed, for the uses and purposes therein set forth.

Given under my hand and seal the day and year last above written.

BATTLE BAGLEY, III
STATE OF TENNESSEE NOTARY PUBLIC
LINCOLN COUNTY

Notary Public

Residing At: FAYETTEVILLE, TN

ACKNOWLEDGEMENT

STATE OF _____)
) SS
COUNTY OF _____)

On the____ day of _____, 2013, before me the undersigned authority, appeared **Huntington T. Walker,** to me personally known, who, being sworn, did say that he is the Senior Vice-President Land of Bill Barrett Corporation, and that the foregoing instrument was signed in behalf of said corporation and Appearer acknowledged to me that said instrument to be the free act and deed of the corporation.

_____
Notary Public for the State of

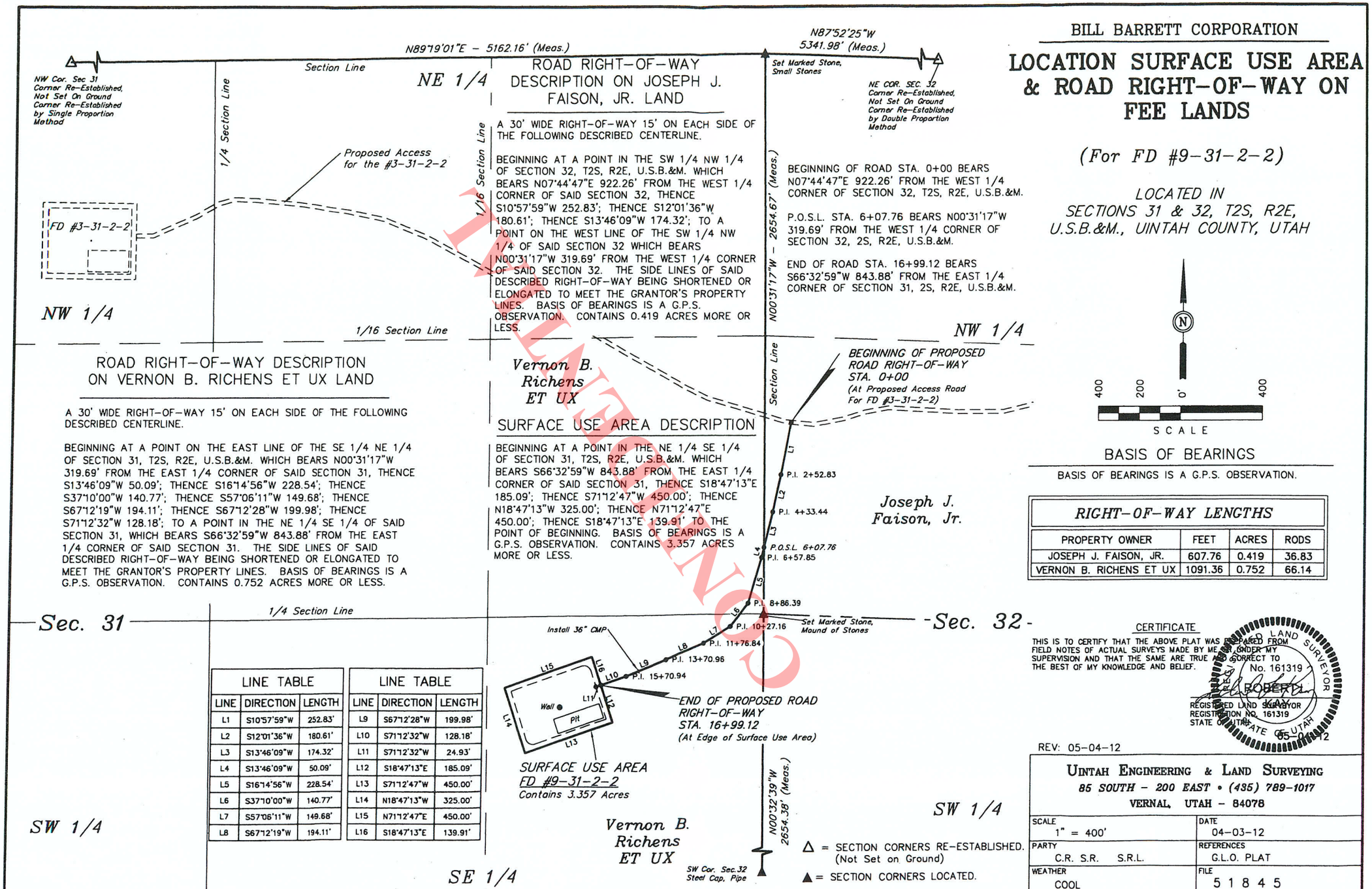
Residing at_____

BILL BARRETT CORPORATION

LOCATION SURFACE USE AREA & ROAD RIGHT-OF-WAY ON FEE LANDS

(For FD #9-31-2-2)

LOCATED IN
SECTIONS 31 & 32, T2S, R2E,
U.S.B.&M., UINTAH COUNTY, UTAH



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BASIS OF BEARINGS IS A G.P.S. OBSERVATION.

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PROPERTY OWNER	FEET	ACRES	RODS
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VERNON B. RICHENS ET UX	1091.36	0.752	66.14

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△ = SECTION CORNERS RE-ESTABLISHED. (Not Set on Ground)

▲ = SECTION CORNERS LOCATED.

CERTIFICATE

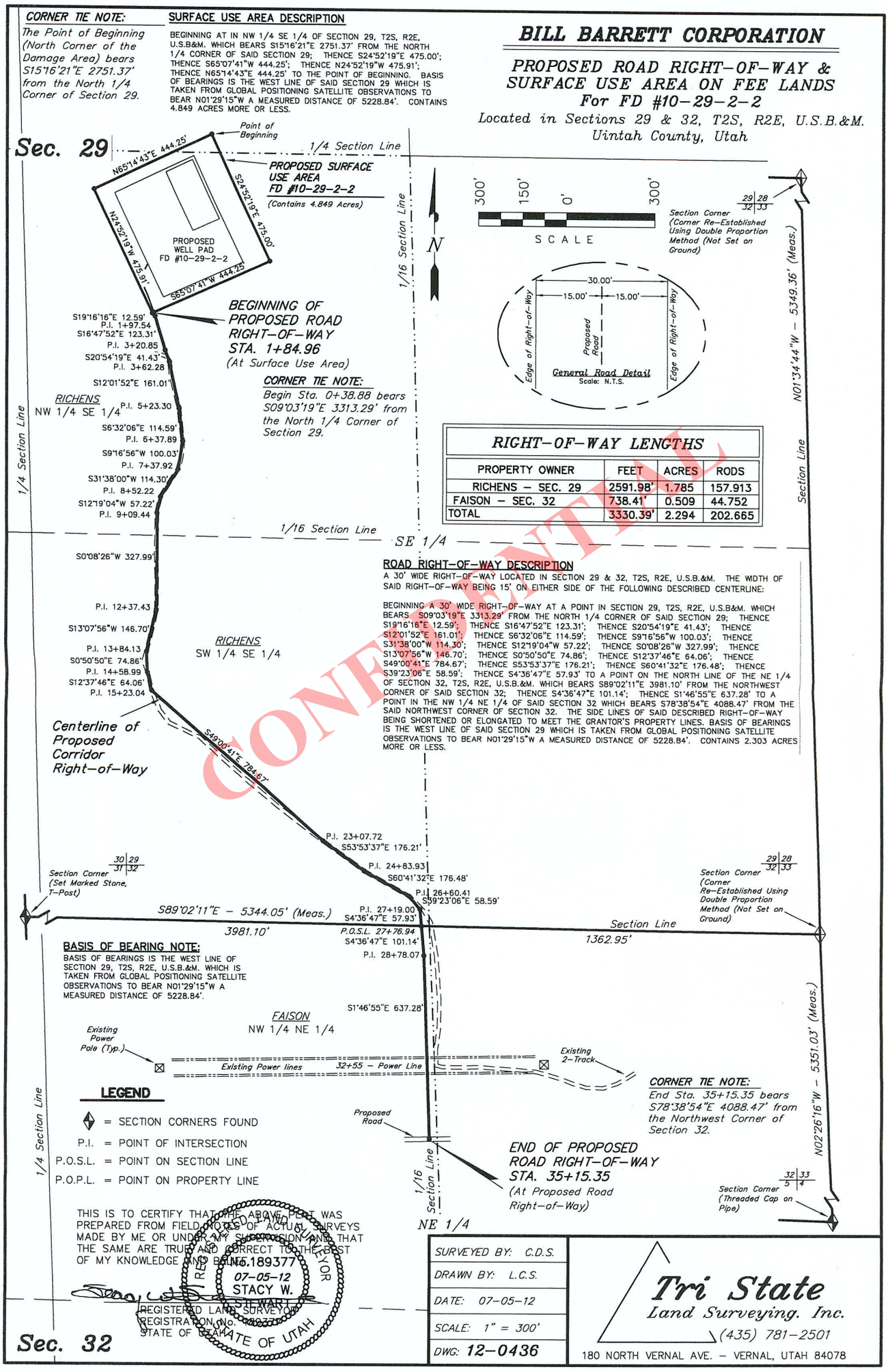
THIS IS TO CERTIFY THAT THE ABOVE PLAT WAS PREPARED FROM FIELD NOTES OF ACTUAL SURVEYS MADE BY ME OR UNDER MY SUPERVISION AND THAT THE SAME ARE TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE AND BELIEF.

REGISTERED LAND SURVEYOR
REGISTRATION NO. 161319
STATE OF UTAH

REV: 05-04-12

UINTAH ENGINEERING & LAND SURVEYING
85 SOUTH - 200 EAST • (435) 789-1017
VERNAL, UTAH - 84078

SCALE 1" = 400'	DATE 04-03-12
PARTY C.R. S.R. S.R.L.	REFERENCES G.L.O. PLAT
WEATHER COOL	FILE 51845



PIPELINE RIGHT-OF-WAY AGREEMENT

STATE OF UTAH }
} SS
COUNTY OF UINTAH }

THAT, effective on this 24th day of January, 2013,

Joseph J. Faison, Jr., whose address is P O Box 714, Fayetteville, TN 37334

("GRANTOR"), the receipt and sufficiency of which is hereby acknowledged, does hereby grant to **Aurora Gathering, LLC** of **1099 18th Street, #2300, Denver, CO 80202** ("GRANTEE"), its successors or assigns, a right-of-way to construct, maintain and use pipelines along with the right to alter, inspect, repair, replace, change the size of, operate, and remove pipelines and from time to time add additional pipelines or multiple pipelines, drips, valves, cathodic equipment, and all appurtenances convenient for the maintenance and operation of said lines and for the transportation of oil, gas, produced water, or other substances therein, under, on, over and through the premises hereinafter described, and the Grantee is granted the right of ingress and egress, over and across said lands for any purpose necessary or incidental to the operating and maintaining said pipeline or pipelines owned by Grantee.

The said right-of-way shall be located over and across the following described lands owned by the Grantor in **Uintah** County, State of Utah, to-wit:

Township 2 South, Range 2 East, USM
Section 32: A tract of land lying in the SW/4NW/4, NW/4NE/4

As further described on Exhibit "A" attached hereto and made a part hereof.

To have and to hold said easements, rights, and right-of-way unto the said Grantee, its successors and assigns.

Grantee to have the right to select, change or alter the routes of all pipelines herein authorized to be laid under, upon, over and through the above described premises. Grantor shall not place anything over or so close to any pipeline or other facility of Grantee as will be likely to interfere with Grantee's access thereto by use of equipment of means customarily employed in the maintenance of pipelines. Grantee to pay for all damage to growing crops, drainage tile and fences of Grantor arising out of the construction or repair of any of the pipelines and facilities herein authorized to be maintained and operated by Grantee. This easement shall not exceed Thirty (30) feet in width for construction and Twenty five (25) feet for the permanent easement. Pipelines and disturbed ground to be reseeded at recommended seeding rates per Grantor once cleanup is completed.

The foregoing sets out the entire agreement between Grantor and Grantee, and supersedes any prior oral or written agreements or negotiations not set out in writing herein or in the oil and gas lease covering the above described lands. No provisions of this agreement shall be modified, altered or waived except by written amendment executed by the parties or their representatives as set forth below. This agreement shall not act to modify or diminish operator's rights and privileges under any oil and gas leases owned by Operator covering all or any portion of the above described lands.

For the same consideration, the undersigned agree to account to any party who may be entitled to any portion of the aforementioned sum, and to indemnify and hold harmless **Aurora Gathering, LLC,** its successors and assigns, from any claim by any other party for damages to the above described lands and the improvements and crops and other things situated thereon.

Grantor shall be held harmless from any claim or demand made on the grounds of damage to property or injury to or death of persons, arising out of Grantee's exercise of the rights herein granted.

This agreement shall terminate within six (6) months after cessation of use by Grantee. Following completion of the pipeline, Grantee agrees to restore the surface of said land as nearly as is reasonably practical to its original condition.

This agreement is signed by Grantor and Grantee as of the date of acknowledgment of their signatures below, but is effective for all purposes as of the Effective Date stated above.

This agreement shall be binding upon the successors and assigns of the parties hereto and shall be deemed to be a covenant running with the lands described above.

IN WITNESS WHEREOF, the GRANTOR and GRANTEE herein named have hereunto set their hand and seal this 18th day of JANUARY, 2013.

GRANTOR:

Joseph J. Faison, Jr.

GRANTEE:
Aurora Gathering, LLC

Huntington T. Walker, Senior Vice President Land

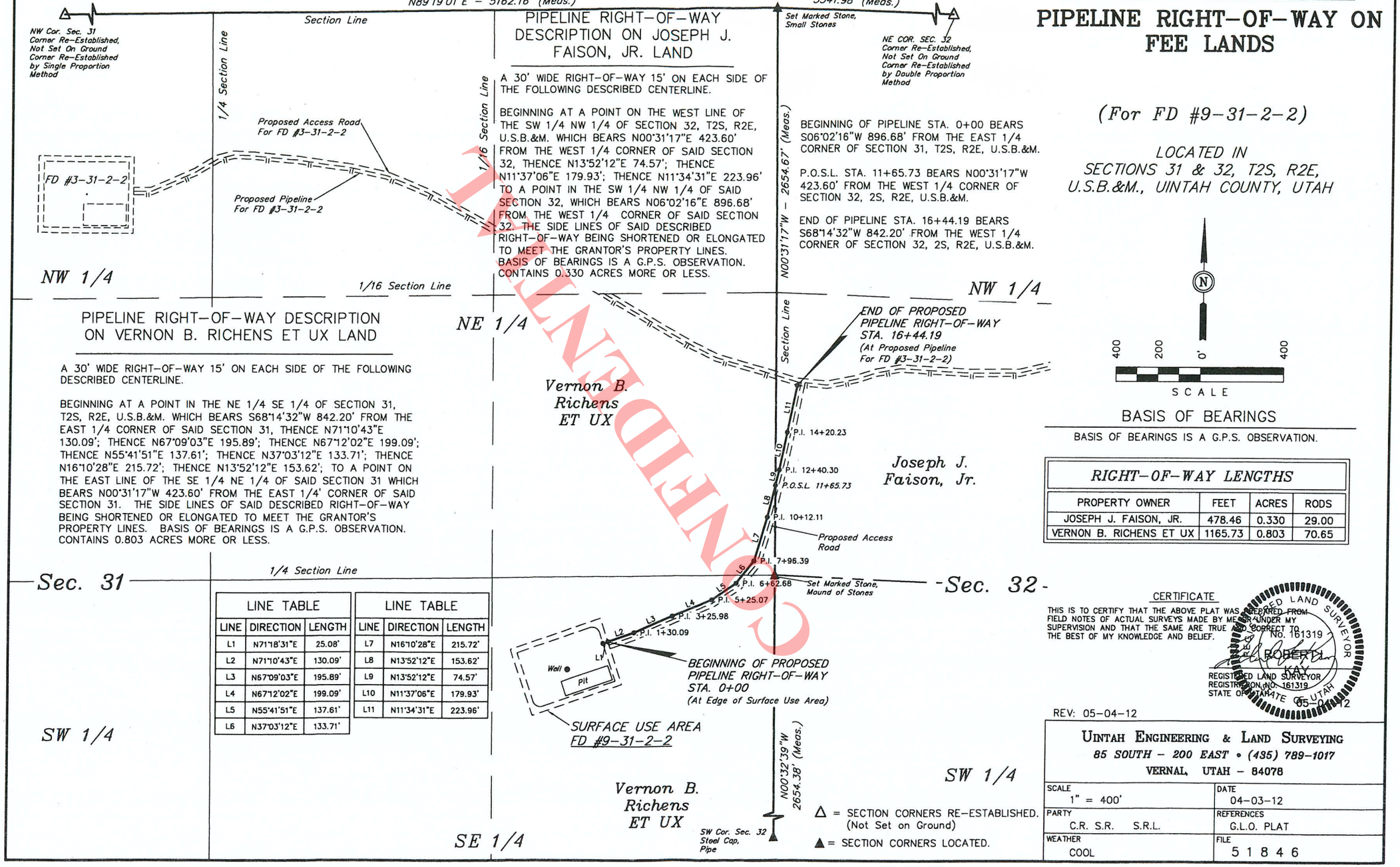
2071 0 PRL

BILL BARRETT CORPORATION

PIPELINE RIGHT-OF-WAY ON FEE LANDS

(For FD #9-31-2-2)

LOCATED IN
SECTIONS 31 & 32, T2S, R2E,
U.S.B.&M., UINTAH COUNTY, UTAH



LINE TABLE		
LINE	DIRECTION	LENGTH
L1	N71°18'31"E	25.08'
L2	N71°10'43"E	130.09'
L3	N67°09'03"E	195.89'
L4	N67°12'02"E	199.09'
L5	N55°41'51"E	137.61'
L6	N37°03'12"E	133.71'

LINE TABLE		
LINE	DIRECTION	LENGTH
L7	N16°10'28"E	215.72'
L8	N13°52'12"E	153.62'
L9	N13°52'12"E	74.57'
L10	N11°37'06"E	179.93'
L11	N11°34'31"E	223.96'

BASIS OF BEARINGS

BASIS OF BEARINGS IS A G.P.S. OBSERVATION.

RIGHT-OF-WAY LENGTHS			
PROPERTY OWNER	FEET	ACRES	RODS
JOSEPH J. FAISON, JR.	478.46	0.330	29.00
VERNON B. RICHENS ET UX	1165.73	0.803	70.65

CERTIFICATE

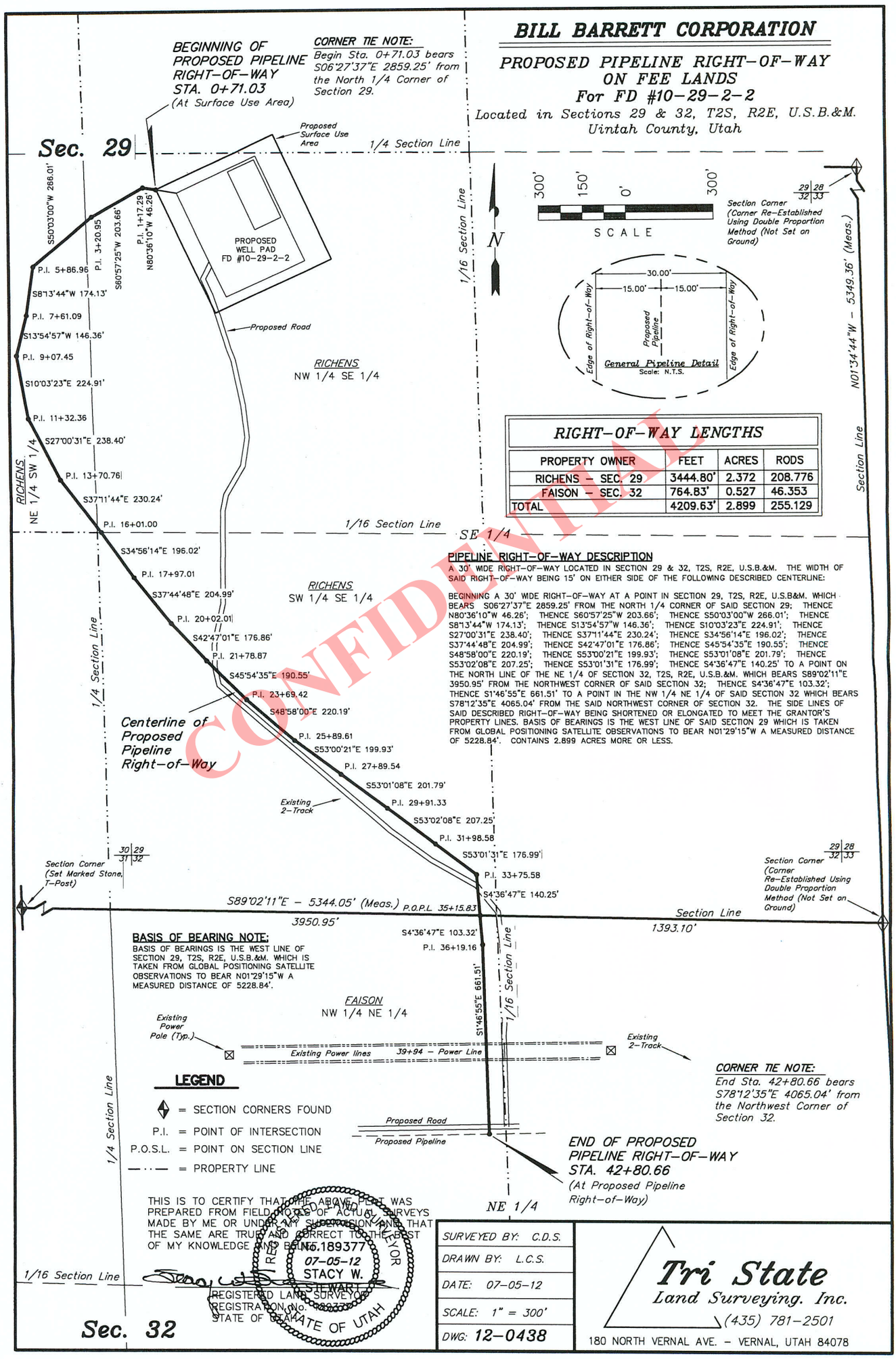
THIS IS TO CERTIFY THAT THE ABOVE PLAT WAS PREPARED FROM FIELD NOTES OF ACTUAL SURVEYS MADE BY ME OR UNDER MY SUPERVISION AND THAT THE SAME ARE TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE AND BELIEF.

REGISTERED LAND SURVEYOR No. 161319 ROBERT L. KAY REGISTERED LAND SURVEYOR REGISTRATION NO. 161319 STATE OF UTAH 05-04-12

REV: 05-04-12

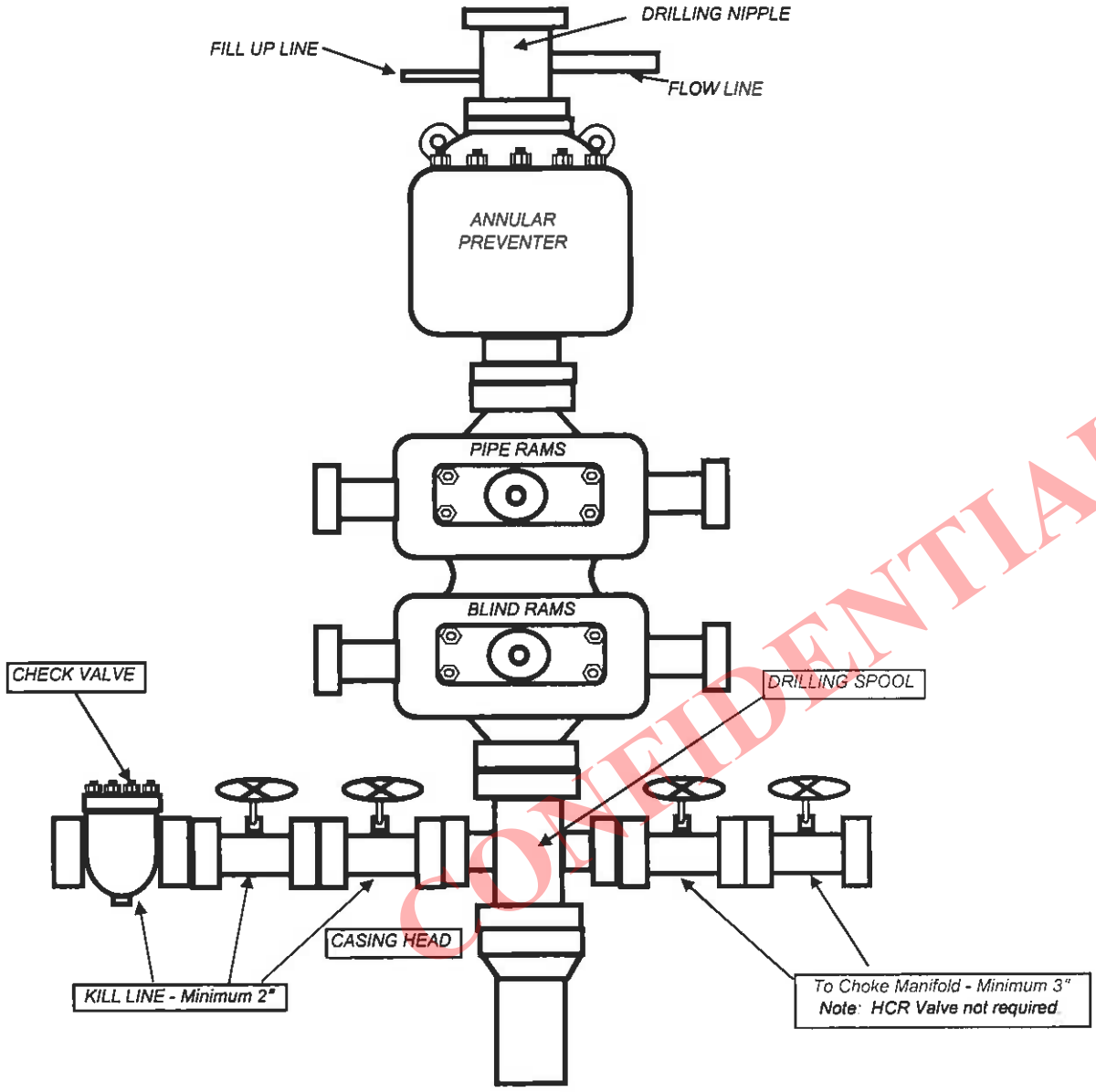
UINTAH ENGINEERING & LAND SURVEYING
85 SOUTH - 200 EAST • (435) 789-1017
VERNAL, UTAH - 84078

SCALE	DATE
1" = 400'	04-03-12
PARTY	REFERENCES
C.R. S.R. S.R.L.	G.L.O. PLAT
WEATHER	FILE
COOL	51846



BILL BARRETT CORPORATION

TYPICAL 5,000 p.s.i. BLOWOUT PREVENTER



Bill Barrett Corporation

November 9, 2012

Ute Energy Upstream Holdings, L.L.C.
1875 Lawrence St., Suite 200
Denver,CO 80202

RE: Commingling Application
FD 9-31-2-2
Uintah County, UT

Dear Sir or Madam,

Bill Barrett Corporation has submitted an application to commingle production from the Wasatch and Green River formations in the subject well. We enclosed herewith copies of the application together with a plat showing the leases and wells in the area and affidavit confirming notice pursuant to the Utah OGM regulations.

Should you require additional information in this regards, please feel free to contact me at 303-299-9935. Your earliest attention to this matter is appreciated.

BILL BARRETT CORPORATION

Brady Riley FOR
Thomas J. Abell
Landman

Enclosures

RECEIVED: November 09, 2012

Bill Barrett Corporation

November 9, 2012

Axia Energy
1430 Larimer Street, Suite 400
Denver,CO 80202

RE: Commingling Application
FD 9-31D-2-2
Uintah County, UT

Dear Sir or Madam,

Bill Barrett Corporation has submitted an application to commingle production from the Wasatch and Green River formations in the subject well. We enclosed herewith copies of the application together with a plat showing the leases and wells in the area and affidavit confirming notice pursuant to the Utah OGM regulations.

Should you require additional information in this regards, please feel free to contact me at 303-299-9935. Your earliest attention to this matter is appreciated.

BILL BARRETT CORPORATION

Brady Riley FOR
Thomas J. Abell
Landman

Enclosures

RECEIVED: November 09, 2012

Bill Barrett Corporation

November 9, 2012

Douglas R Hansen
PO Box 232
Cheyenne,WY 82003

RE: Commingling Application
FD 9-31D-2-2
Uintah County, UT

Dear Sir or Madam,

Bill Barrett Corporation has submitted an application to commingle production from the Wasatch and Green River formations in the subject well. We enclosed herewith copies of the application together with a plat showing the leases and wells in the area and affidavit confirming notice pursuant to the Utah OGM regulations.

Should you require additional information in this regards, please feel free to contact me at 303-299-9935. Your earliest attention to this matter is appreciated.

BILL BARRETT CORPORATION

Brady Riley FOR
Thomas J. Abell
Landman

Enclosures

RECEIVED: November 09, 2012

Bill Barrett Corporation

November 9, 2012

El Paso Corporation
1001 Louisiana Street
Houston,TX 77002

RE: Commingling Application
FD 9-31D-2-2
Uintah County, UT

Dear Sir or Madam,

Bill Barrett Corporation has submitted an application to commingle production from the Wasatch and Green River formations in the subject well. We enclosed herewith copies of the application together with a plat showing the leases and wells in the area and affidavit confirming notice pursuant to the Utah OGM regulations.

Should you require additional information in this regards, please feel free to contact me at 303-299-9935. Your earliest attention to this matter is appreciated.

BILL BARRETT CORPORATION

Thomas J. Abell FOR
Landman

Enclosures

RECEIVED: November 09, 2012

Bill Barrett Corporation

AFFIDAVIT OF NOTICE

My name is Thomas J. Abell. I am a Landman with Bill Barrett Corporation (BBC). BBC has submitted an Application to commingle production from the Wasatch and Green River formations in the following well within the Fort Duchesne Field:

FD 9-31-2-2 Well NESE 31 T2S-R2E

In compliance with the Utah OGM regulation R649-3-22, I have provided a copy of the Application, by certified mail, to the owners as listed below of all contiguous oil and gas Leases or drilling units overlying the pool.

Lessors
Ute Energy Upstream Holdings LLC
Axia Energy
Douglas R. Hansen
El Paso Corporation

Date: May 2, 2012 Affiant

BILL BARRETT CORPORATION
Brady Riley FOR
Thomas J. Abell
Landman

RECEIVED: November 09, 2012

Bill Barrett Corporation

November 9, 2012

Utah Trust Lands
675 East 500 South, Suite 500
Salt Lake City,Utah 84102

RE: Commingling Application
FD 9-31-2-2
Uintah County, UT

Dear Sir or Madam,

Bill Barrett Corporation has submitted an application to commingle production from the Wasatch and Green River formations in the subject well. We enclosed herewith copies of the application together with a plat showing the leases and wells in the area and affidavit confirming notice pursuant to the Utah OGM regulations.

Should you require additional information in this regards, please feel free to contact me at 303-299-9935. Your earliest attention to this matter is appreciated.

BILL BARRETT CORPORATION

Brady Riley FOR

Thomas J. Abell
Landman

Enclosures

RECEIVED: November 09, 2012

Bill Barrett Corporation

November 9, 2012

Utah Division of Oil, Gas and Mining
Attention: Dustin Doucet
1594 West North Temple, Suite 1120
Salt Lake City, Utah

RE:Sundry Notices
Fort Duchesne Unit
FD 9-31-2-2
NESE, Section 31 T2S R2E
Uintah County,UT

Dear Mr. Doucet,

Bill Barrett Corportaion has submitted Sundry Notices to commingle production from the Wasatch and Green River formations in the subject well located in the Fort Duchesne Unit. In compliance with Utah OGM regulation R649-3-22, BBC has enclosed copies of the completed Sundry Notices.

Should you require additional information in this regards, please feel free to contact me at 303-299-9935. Your earliest attention to this matter is appreciated.

BILL BARRETT CORPORATION

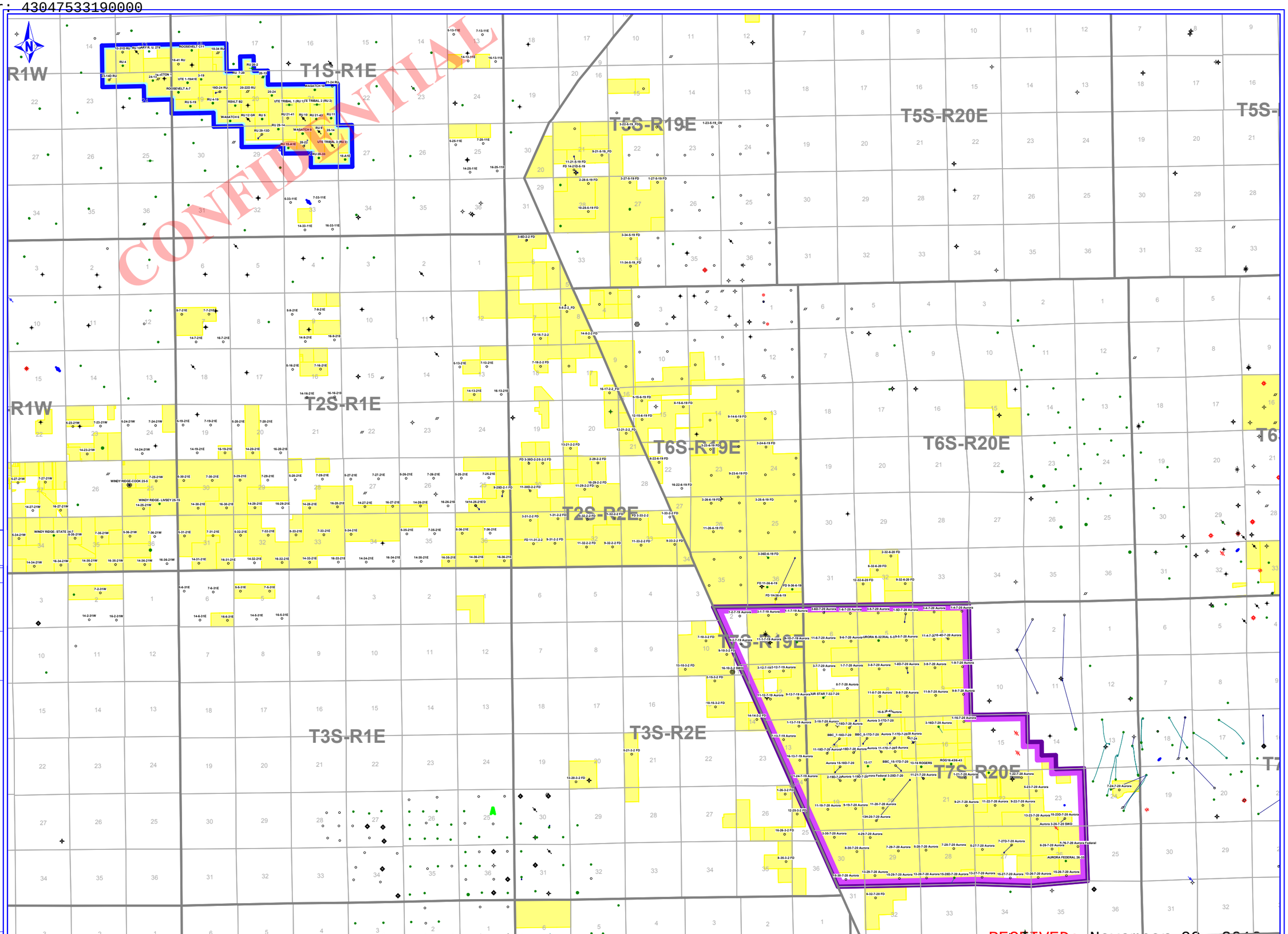
Brady Riley FOR

Thomas J. Abell
Landman

Enclosures

RECEIVED: November 09, 2012

API Well Number: 43047533190000



Bill Barrett Corporation

EB Commingling

0 8,265

FEET

POSTED WELL DATA

Well Label

WELL SYMBOLS
- Abandoned Loc
- Abandon Loc
- Abandoned GAS Well
- Abandoned Oil Well
- Drilling Oil Well
- Dry hole
- ENGINEERING WELLS
- Gas Well
- Injection Well
- Location
- Oil Well
- Plugged and Abandoned
- Proposed SWD
- Plugged & Abandoned Gas Well
- Plugged & Abandoned Oil Well
- Plugged Disposal Well
- Shut In Gas Well
- Shut In Oil Well
- Active Well
- Temporary Abandoned Oil Well
- Water Disposal Well
- Waiting on Completion
- New Symbol
- State Approved Location
- Approved Location

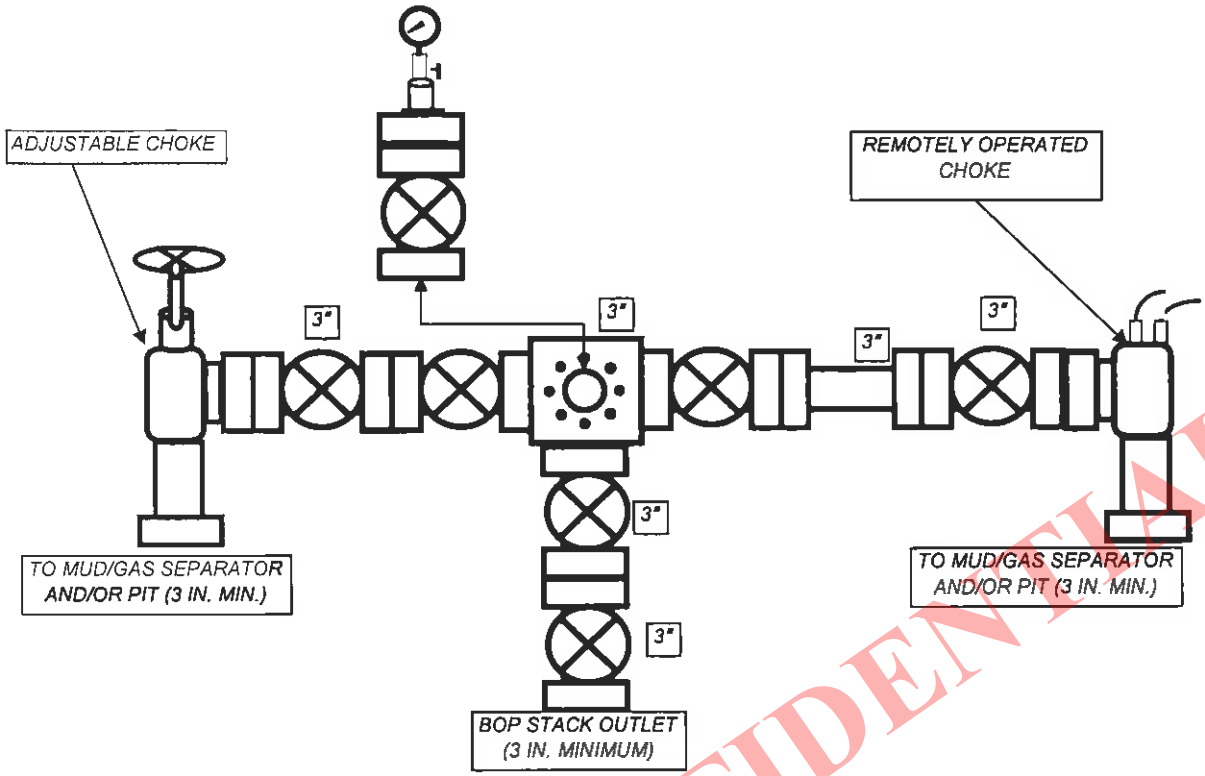
November 6, 2012

PETRA 11/6/2012 3:16:28 PM

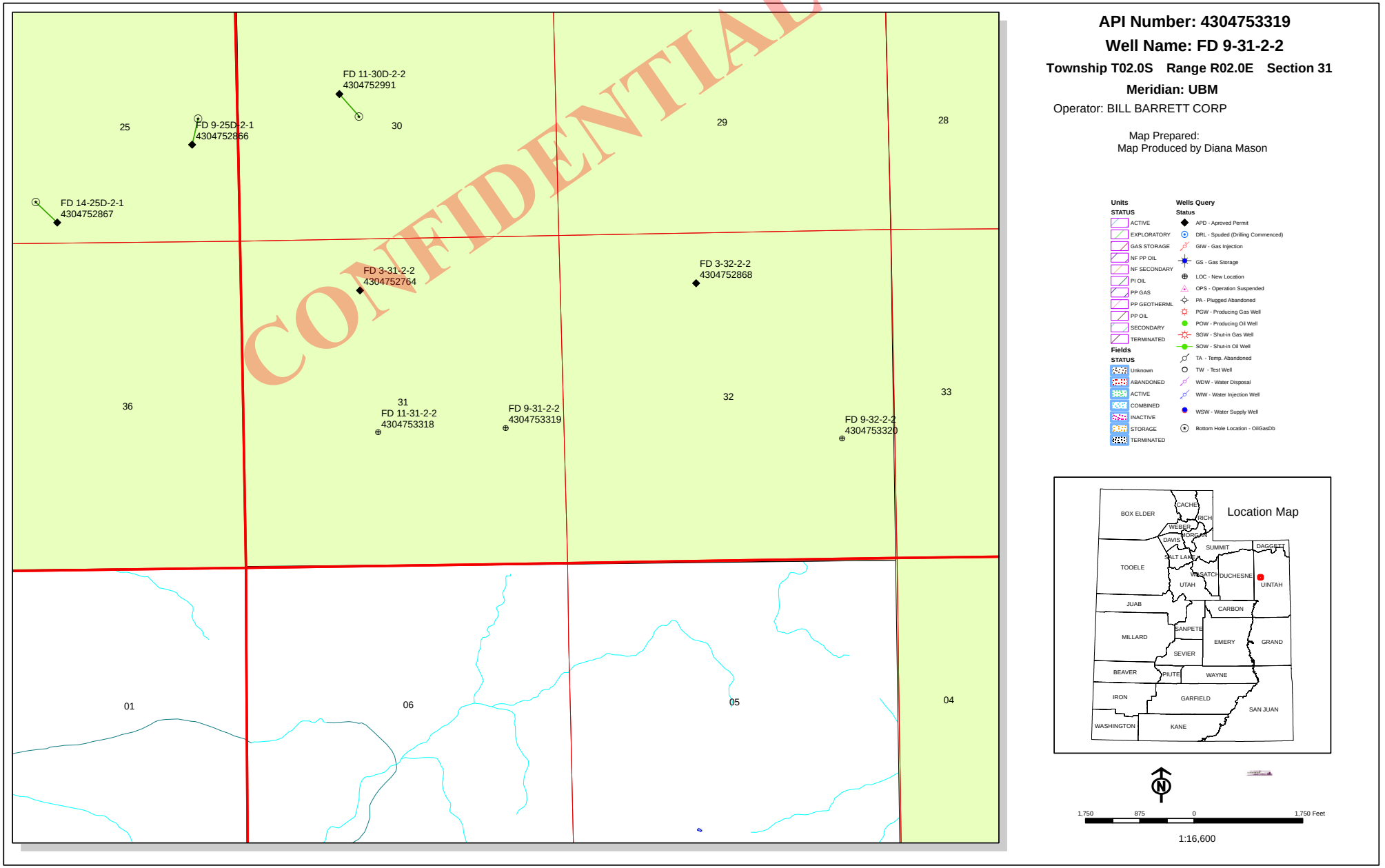
RECEIVED: November 09, 2012

BILL BARRETT CORPORATION

TYPICAL 5,000 p.s.i. CHOKE MANIFOLD



API Well Number: 43047533190000



RECEIVED: November 14, 2012

API Well Number: 43047533190000

BOPE REVIEW BILL BARRETT CORP FD 9-31-2-2 43047533190000

Well Name	BILL BARRETT CORP FD 9-31-2-2 43047533190000			
String	COND	SURF	PROD	
Casing Size(")	16.000	9.625	5.500	
Setting Depth (TVD)	80	1500	10043	
Previous Shoe Setting Depth (TVD)	0	80	1500	
Max Mud Weight (ppg)	8.8	8.8	9.6	
BOPE Proposed (psi)	0	0	5000	
Casing Internal Yield (psi)	1000	3520	10640	
Operators Max Anticipated Pressure (psi)	5013		9.6	

Calculations	**COND String**	**16.000**	"	
Max BHP (psi)	.052*Setting Depth*MW=	37		
			BOPE Adequate For Drilling And Setting Casing at Depth?	
MASP (Gas) (psi)	Max BHP-(0.12*Setting Depth)=	27	NO	fresh wtr spud mud
MASP (Gas/Mud) (psi)	Max BHP-(0.22*Setting Depth)=	19	NO	
			***Can Full Expected Pressure Be Held At Previous Shoe?**	
Pressure At Previous Shoe	Max BHP-.22*(Setting Depth - Previous Shoe Depth)=	19	NO	
Required Casing/BOPE Test Pressure=		0	psi	
***Max Pressure Allowed @ Previous Casing Shoe=**		0	psi *Assumes 1psi/ft frac gradient	

Calculations	**SURF String**	**9.625**	"	
Max BHP (psi)	.052*Setting Depth*MW=	686		
			BOPE Adequate For Drilling And Setting Casing at Depth?	
MASP (Gas) (psi)	Max BHP-(0.12*Setting Depth)=	506	NO	fresh water spud mud
MASP (Gas/Mud) (psi)	Max BHP-(0.22*Setting Depth)=	356	NO	OK
			***Can Full Expected Pressure Be Held At Previous Shoe?**	
Pressure At Previous Shoe	Max BHP-.22*(Setting Depth - Previous Shoe Depth)=	374	NO	
Required Casing/BOPE Test Pressure=		1500	psi	
***Max Pressure Allowed @ Previous Casing Shoe=**		80	psi *Assumes 1psi/ft frac gradient	

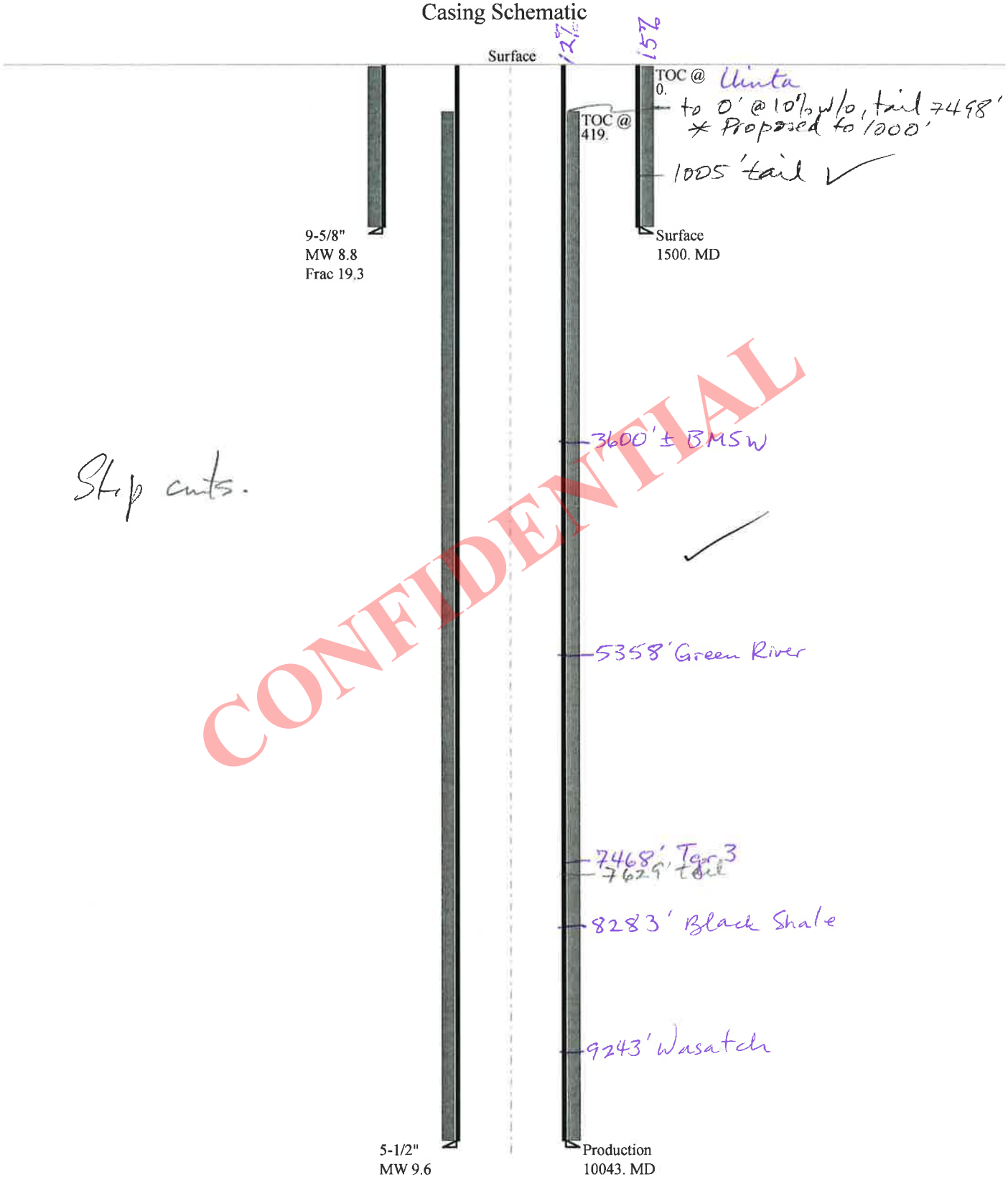
Calculations	**PROD String**	**5.500**	"	
Max BHP (psi)	.052*Setting Depth*MW=	5013		
			BOPE Adequate For Drilling And Setting Casing at Depth?	
MASP (Gas) (psi)	Max BHP-(0.12*Setting Depth)=	3808	YES	DAP polymer fluid
MASP (Gas/Mud) (psi)	Max BHP-(0.22*Setting Depth)=	2804	YES	OK
			***Can Full Expected Pressure Be Held At Previous Shoe?**	
Pressure At Previous Shoe	Max BHP-.22*(Setting Depth - Previous Shoe Depth)=	3134	NO	Reasonable for area
Required Casing/BOPE Test Pressure=		5000	psi	
***Max Pressure Allowed @ Previous Casing Shoe=**		1500	psi *Assumes 1psi/ft frac gradient	

Calculations	**String**		"	
Max BHP (psi)	.052*Setting Depth*MW=			
			BOPE Adequate For Drilling And Setting Casing at Depth?	
MASP (Gas) (psi)	Max BHP-(0.12*Setting Depth)=		NO	
MASP (Gas/Mud) (psi)	Max BHP-(0.22*Setting Depth)=		NO	
			***Can Full Expected Pressure Be Held At Previous Shoe?**	
Pressure At Previous Shoe	Max BHP-.22*(Setting Depth - Previous Shoe Depth)=		NO	
Required Casing/BOPE Test Pressure=			psi	
***Max Pressure Allowed @ Previous Casing Shoe=**			psi *Assumes 1psi/ft frac gradient	

RECEIVED: February 05, 2013

43047533190000 FD 9-31-2-2

Casing Schematic



API Well Number: 43047533190000

Well name:	43047533190000 FD 9-31-2-2
Operator:	BILL BARRETT CORP
String type:	Surface
Project ID:	43-047-53319
Location:	UINTAH COUNTY

Design parameters:

Collapse
Mud weight: 8.800 ppg
Design is based on evacuated pipe.

Burst
Max anticipated surface pressure: 1,320 psi
Internal gradient: 0.120 psi/ft
Calculated BHP 1,500 psi

No backup mud specified.

Minimum design factors:

Collapse:
Design factor 1.125

Burst:
Design factor 1.00

Tension:
8 Round STC: 1.80 (J)
8 Round LTC: 1.70 (J)
Buttress: 1.60 (J)
Premium: 1.50 (J)
Body yield: 1.50 (B)

Tension is based on buoyed weight.
Neutral point: 1,305 ft

Environment:
H2S considered? No
Surface temperature: 74 °F
Bottom hole temperature: 95 °F
Temperature gradient: 1.40 °F/100ft
Minimum section length: 100 ft

Cement top: Surface

Non-directional string.

Re subsequent strings:
Next setting depth: 10,043 ft
Next mud weight: 9.600 ppg
Next setting BHP: 5,008 psi
Fracture mud wt: 19.250 ppg
Fracture depth: 1,500 ft
Injection pressure: 1,500 psi

Run Seq	Segment Length (ft)	Size (in)	Nominal Weight (lbs/ft)	Grade	End Finish	True Vert Depth (ft)	Measured Depth (ft)	Drift Diameter (in)	Est. Cost ($)
1	1500	9.625	36.00	J-55	ST&C	1500	1500	8.796	13037

Run Seq	Collapse Load (psi)	Collapse Strength (psi)	Collapse Design Factor	Burst Load (psi)	Burst Strength (psi)	Burst Design Factor	Tension Load (kips)	Tension Strength (kips)	Tension Design Factor
1	686	2020	2.946	1500	3520	2.35	47	394	8.39 J

Prepared by: Helen Sadik-Macdonald
Div of Oil,Gas & Mining
Phone: 801 538-5357
FAX: 801-359-3940
Date: December 5,2012
Salt Lake City, Utah

Remarks:
Collapse is based on a vertical depth of 1500 ft, a mud weight of 8.8 ppg The casing is considered to be evacuated for collapse purposes. Collapse strength is based on the Westcott, Dunlop & Kemler method of biaxial correction for tension.

Burst strength is not adjusted for tension.

Engineering responsibility for use of this design will be that of the purchaser.

API Well Number: 43047533190000

Well name:	**43047533190000 FD 9-31-2-2**
Operator:	**BILL BARRETT CORP**
String type:	Production
Project ID:	43-047-53319
Location:	UINTAH COUNTY

Design parameters:

Collapse
Mud weight: 9.600 ppg
Design is based on evacuated pipe.

Burst
Max anticipated surface pressure: 2,799 psi
Internal gradient: 0.220 psi/ft
Calculated BHP 5,008 psi

No backup mud specified.

Minimum design factors:

Collapse:
Design factor 1.125

Burst:
Design factor 1.00

Tension:
8 Round STC: 1.80 (J)
8 Round LTC: 1.80 (J)
Buttress: 1.60 (J)
Premium: 1.50 (J)
Body yield: 1.60 (B)

Tension is based on air weight.
Neutral point: 8,581 ft

Environment:
H2S considered? No
Surface temperature: 74 °F
Bottom hole temperature: 215 °F
Temperature gradient: 1.40 °F/100ft
Minimum section length: 1,000 ft

Cement top: 419 ft

Non-directional string.

Run Seq	Segment Length (ft)	Size (in)	Nominal Weight (lbs/ft)	Grade	End Finish	True Vert Depth (ft)	Measured Depth (ft)	Drift Diameter (in)	Est. Cost ($)
1	10043	5.5	17.00	P-110	LT&C	10043	10043	4.767	66151

Run Seq	Collapse Load (psi)	Collapse Strength (psi)	Collapse Design Factor	Burst Load (psi)	Burst Strength (psi)	Burst Design Factor	Tension Load (kips)	Tension Strength (kips)	Tension Design Factor
1	5008	7480	1.493	5008	10640	2.12	170.7	445	2.61 J

Prepared by: Helen Sadik-Macdonald
Div of Oil,Gas & Mining
Phone: 801 538-5357
FAX: 801-359-3940
Date: December 5,2012
Salt Lake City, Utah

Remarks:
Collapse is based on a vertical depth of 10043 ft, a mud weight of 9.6 ppg The casing is considered to be evacuated for collapse purposes.
Collapse strength is based on the Westcott, Dunlop & Kemler method of biaxial correction for tension.

Burst strength is not adjusted for tension.

Engineering responsibility for use of this design will be that of the purchaser.

ON-SITE PREDRILL EVALUATION
Utah Division of Oil, Gas and Mining

Operator BILL BARRETT CORP
Well Name FD 9-31-2-2
API Number 43047533190000 **APD No** 7123 **Field/Unit** WILDCAT
Location: 1/4,1/4 NESE **Sec** 31 **Tw** 2.0S **Rng** 2.0E 2220 FSL 980 FEL
GPS Coord (UTM) 601505 4457810 **Surface Owner** VERNON RICHENS

Participants

Jim Burns (permit contractor), Kary Eldredge (BBC), Cody Rich (surveyor), Whitney Fox (wetlands)

Regional/Local Setting & Topography

This well is located just over 2 1/2 miles south of Highway 40 at a point approximately 20 miles west of Vernal, Utah. This is an area of open desert with sandy soils, small broken and rugged hills and some exposed ledge rock. Drainage from this site is to the north to wide shallow draw which then leads west toward the Uinta River. There is a rocky ledge immediatlely south of this location.

Surface Use Plan

Current Surface Use
Grazing

New Road Miles	Well Pad	Src Const Material	Surface Formation
0.3	**Width** 275 **Length** 400	Offsite	UNTA

Ancillary Facilities N

Waste Management Plan Adequate? Y

Environmental Parameters

Affected Floodplains and/or Wetlands N

Flora / Fauna
Sage, grasses, horse brush

Soil Type and Characteristics
Sandy loam

Erosion Issues N

Sedimentation Issues N

Site Stability Issues N

Drainage Diverson Required? Y
Adiversion ditch is needed at the upper (south) side of location and diverting both east and west.

RECEIVED: December 09, 2013

API Well Number: 43047533190000

Berm Required?

Erosion Sedimentation Control Required? N

Paleo Survey Run? **Paleo Potental Observed?** **Cultural Survey Run?** **Cultural Resources?**

Reserve Pit

Site-Specific Factors **Site Ranking**

Distance to Groundwater (feet)
Distance to Surface Water (feet)
Dist. Nearest Municipal Well (ft)
Distance to Other Wells (feet)
Native Soil Type
Fluid Type
Drill Cuttings
Annual Precipitation (inches)
Affected Populations
Presence Nearby Utility Conduits

Final Score Sensitivity Level

Characteristics / Requirements

The reserve pit is proposed in a cut stable location. Dimensions are 235 x 70 x 8ft. Bill Barrett representative Kary Eldredge stated that a 20 mil reserve pit liner and felt subliner is used on all BBC locations as standard equipment. This liner program appears adequate for this location.

Closed Loop Mud Required? N **Liner Required?** Y **Liner Thickness** 16 **Pit Underlayment Required?** Y

Other Observations / Comments

Richard Powell	11/20/2012
Evaluator	**Date / Time**

RECEIVED: December 09, 2013

Application for Permit to Drill
Statement of Basis
Utah Division of Oil, Gas and Mining

APD No	API WellNo	Status	Well Type	Surf Owner	CBM
7123	43047533190000	LOCKED	OW	P	No
Operator	BILL BARRETT CORP		**Surface Owner-APD**	VERNON RICHENS	
Well Name	FD 9-31-2-2		**Unit**		
Field	WILDCAT		**Type of Work**	DRILL	
Location	NESE 31 2S 2E U 2220 FSL 980 FEL GPS Coord (UTM) 601515E 4457798N				

Geologic Statement of Basis

Bill Barrett proposes to set 80 feet of conductor and 1,500 feet of surface casing at this location. The entire surface hole will be drilled with fresh water mud. The depth to the base of the moderately saline water at this location is estimated to be at a depth of 3,600'. A search of Division of Water Rights records shows 5 water wells within a 10,000 foot radius of the center of Section 31. The wells are 60-400 feet in depth with listed uses as domestic, irrigation and stock watering. Only one well is within .5 miles of the proposed location. The wells probably produce water from near-surface alluvium and the Uinta Formation. The surface formation at this site is the Uinta Formation. The Uinta Formation is made up of interbedded shales and sandstones. The sandstones are mostly lenticular and discontinuous and should not be a significant source of useable ground water. Production casing cement should be brought up to or above the base of the moderately saline ground water in order to isolate it from fresher waters uphole.

Brad Hill — **APD Evaluator**

12/4/2012 — **Date / Time**

Surface Statement of Basis

This well is on fee surface with fee minerals. Surface owner Vernon Richens was invited to this onsite and several other well sites to be visited this day. I met with Mr. Richens to discuss the well sites in general and he stated that prior to placement of the wells on the Richens land, he was consulted and all locations were placed such that his farming and livestock operation would not be disturbed. Mr. Vernon chose not to visit each site individually but expressed that he had no concerns with any of the proposed locations. Several gates and cattle guards will be installed by Bill Barrett Corporation as requested by Vernon Richens. According to Kari Eldredge a 20 mil liner will be used for this reserve pit. This liner will be adequate for the location. The spoils pile will be moved to the east side of the location to stay out of the rock ledges adjacent to the upper (south) side of the location. Adiversion ditch is needed at the upper (south) side of location and will divert both east and west around the location.

Richard Powell — **Onsite Evaluator**

11/20/2012 — **Date / Time**

Conditions of Approval / Application for Permit to Drill

Category	Condition
Pits	A synthetic liner with a minimum thickness of 16 mils with a felt subliner shall be properly installed and maintained in the reserve pit.
Surface	The well site shall be bermed to prevent fluids from leaving the pad.

RECEIVED: December 09, 2013

Surface	Drainages adjacent to the proposed pad shall be diverted around the location.
Surface	The reserve pit shall be fenced upon completion of drilling operations.

RECEIVED: December 09, 2013

WORKSHEET
APPLICATION FOR PERMIT TO DRILL

APD RECEIVED: 11/9/2012
API NO. ASSIGNED: 43047533190000
WELL NAME: FD 9-31-2-2
OPERATOR: BILL BARRETT CORP (N2165)
PHONE NUMBER: 303 312-8115
CONTACT: Brady Riley

PROPOSED LOCATION: NESE 31 020S 020E
Permit Tech Review: ✔

SURFACE: 2220 FSL 0980 FEL
Engineering Review: ✔

BOTTOM: 2220 FSL 0980 FEL
Geology Review: ✔

COUNTY: UINTAH
LATITUDE: 40.26450
LONGITUDE: -109.80613
UTM SURF EASTINGS: 601515.00
NORTHINGS: 4457798.00
FIELD NAME: WILDCAT
LEASE TYPE: 4 - Fee
LEASE NUMBER: fee
PROPOSED PRODUCING FORMATION(S): GREEN RIVER(LWR)-WASATCH
SURFACE OWNER: 4 - Fee
COALBED METHANE: NO

RECEIVED AND/OR REVIEWED:

- ✔ **PLAT**
- ✔ **Bond:** STATE - LPM4138148
- ☐ **Potash**
- ☐ **Oil Shale 190-5**
- ☐ **Oil Shale 190-3**
- ☐ **Oil Shale 190-13**
- ✔ **Water Permit:** 49-2336
- ☐ **RDCC Review:**
- ✔ **Fee Surface Agreement**
- ✔ **Intent to Commingle**

Commingling Approved

LOCATION AND SITING:

- ☐ **R649-2-3.**

Unit:

- ☐ **R649-3-2. General**
- ☐ **R649-3-3. Exception**
- ✔ **Drilling Unit**

Board Cause No: Cause 139-106
Effective Date: 11/14/2013
Siting: 660' Fr Drlg U Bdry & 990' Fr Other Wells

- ☐ **R649-3-11. Directional Drill**

Comments: Presite Completed

Stipulations:
3 - Commingling - ddoucet
5 - Statement of Basis - bhill
12 - Cement Volume (3) - hmacdonald
25 - Surface Casing - hmacdonald

RECEIVED: December 09, 2013

GARY R. HERBERT
Governor
SPENCER J. COX
Lieutenant Governor

State of Utah
DEPARTMENT OF NATURAL RESOURCES
MICHAEL R. STYLER
Executive Director
Division of Oil, Gas and Mining
JOHN R. BAZA
Division Director

Permit To Drill
****

Well Name: FD 9-31-2-2
API Well Number: 43047533190000
Lease Number: fee
Surface Owner: FEE (PRIVATE)
Approval Date: 12/9/2013

Issued to:
BILL BARRETT CORP, 1099 18th Street Ste 2300, Denver, CO 80202

Authority:
Pursuant to Utah Code Ann. 40-6-1 et seq., and Utah Administrative Code R649-3-1 et seq., the Utah Division of Oil, Gas and Mining issues conditions of approval, and permit to drill the listed well. This permit is issued in accordance with the requirements of Cause 139-106. The expected producing formation or pool is the GREEN RIVER(LWR)-WASATCH Formation(s), completion into any other zones will require filing a Sundry Notice (Form 9). Completion and commingling of more than one pool will require approval in accordance with R649-3-22.

Duration:
This approval shall expire one year from the above date unless substantial and continuous operation is underway, or a request for extension is made prior to the expiration date

Commingle:
In accordance with Board Cause No. 139-42, commingling of the production from the Wasatch formation and the Lower Green River formation in this well is allowed.

General:
Compliance with the requirements of Utah Admin. R. 649-1 et seq., the Oil and Gas Conservation General Rules, and the applicable terms and provisions of the approved Application for permit to drill.

Conditions of Approval:
Compliance with the Conditions of Approval/Application for Permit to Drill outlined in the Statement of Basis (copy attached).

Cement volume for the 5 1/2" production string shall be determined from actual hole diameter in order to place cement from the pipe setting depth back to 1000'MD as indicated in the submitted drilling plan.

Surface casing shall be cemented to the surface.

Additional Approvals:

The operator is required to obtain approval from the Division of Oil, Gas and mining before performing any of the following actions during the drilling of this well:

- Any changes to the approved drilling plan - contact Dustin Doucet
- Significant plug back of the well - contact Dustin Doucet
- Plug and abandonment of the well - contact Dustin Doucet

Notification Requirements:

The operator is required to notify the Division of Oil, Gas and Mining of the following actions during drilling of this well:

- Within 24 hours following the spudding of the well - contact Carol Daniels
  OR
  submit an electronic sundry notice (pre-registration required) via the Utah Oil & Gas website
  at http://oilgas.ogm.utah.gov
- 24 hours prior to testing blowout prevention equipment - contact Dan Jarvis
- 24 hours prior to cementing or testing casing - contact Dan Jarvis
- Within 24 hours of making any emergency changes to the approved drilling program
  - contact Dustin Doucet
- 24 hours prior to commencing operations to plug and abandon the well - contact Dan Jarvis

Contact Information:

The following are Division of Oil, Gas and Mining contacts and their telephone numbers (please leave a voicemail message if the person is not available to take the call):

- Carol Daniels 801-538-5284 - office
- Dustin Doucet 801-538-5281 - office
  801-733-0983 - after office hours
- Dan Jarvis 801-538-5338 - office
  801-231-8956 - after office hours

Reporting Requirements:

All reports, forms and submittals as required by the Utah Oil and Gas Conservation General Rules will be promptly filed with the Division of Oil, Gas and Mining, including but not limited to:

- Entity Action Form (Form 6) - due within 5 days of spudding the well
- Monthly Status Report (Form 9) - due by 5th day of the following calendar month
- Requests to Change Plans (Form 9) - due prior to implementation
- Written Notice of Emergency Changes (Form 9) - due within 5 days
- Notice of Operations Suspension or Resumption (Form 9) - due prior to implementation
- Report of Water Encountered (Form 7) - due within 30 days after completion
- Well Completion Report (Form 8) - due within 30 days after completion or plugging

Approved By:

Approved By:

For John Rogers
Associate Director, Oil & Gas

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS, AND MINING

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

5.LEASE DESIGNATION AND SERIAL NUMBER: fee

6. IF INDIAN, ALLOTTEE OR TRIBE NAME:

7.UNIT or CA AGREEMENT NAME:

1. TYPE OF WELL Oil Well

8. WELL NAME and NUMBER: FD 9-31-2-2

2. NAME OF OPERATOR: BILL BARRETT CORP

9. API NUMBER: 43047533190000

3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202

PHONE NUMBER: 303 312-8134 Ext

9. FIELD and POOL or WILDCAT: WILDCAT

4. LOCATION OF WELL
FOOTAGES AT SURFACE: 2220 FSL 0980 FEL
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NESE Section: 31 Township: 02.0S Range: 02.0E Meridian: U

COUNTY: UINTAH

STATE: UTAH

11.

CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
✓ NOTICE OF INTENT Approximate date work will start: 1/6/2014	☐ ACIDIZE	☐ ALTER CASING	☐ CASING REPAIR
	✓ CHANGE TO PREVIOUS PLANS	☐ CHANGE TUBING	☐ CHANGE WELL NAME
	☐ CHANGE WELL STATUS	☐ COMMINGLE PRODUCING FORMATIONS	☐ CONVERT WELL TYPE
☐ SUBSEQUENT REPORT Date of Work Completion:	☐ DEEPEN	☐ FRACTURE TREAT	☐ NEW CONSTRUCTION
	☐ OPERATOR CHANGE	☐ PLUG AND ABANDON	☐ PLUG BACK
	☐ PRODUCTION START OR RESUME	☐ RECLAMATION OF WELL SITE	☐ RECOMPLETE DIFFERENT FORMATION
☐ SPUD REPORT Date of Spud:	☐ REPERFORATE CURRENT FORMATION	☐ SIDETRACK TO REPAIR WELL	☐ TEMPORARY ABANDON
	☐ TUBING REPAIR	☐ VENT OR FLARE	☐ WATER DISPOSAL
☐ DRILLING REPORT Report Date:	☐ WATER SHUTOFF	☐ SI TA STATUS EXTENSION	☐ APD EXTENSION
	☐ WILDCAT WELL DETERMINATION	✓ OTHER	OTHER: change to drilling plan

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

Bill Barrett Corporation is requesting permission to revise the drilling plan for this well: Surface casing set depth: 1200'; Surface casing description: 8-5/8" 24# J55 STC (Hole size remains at 12-1/4" hole); Surface cement volumes: 160 sx 11.0 ppg lead (75% excess) 270 sx 14.8 ppg tail (75% excess); Production Hole and Casing size remains the same; Production grade changing to: P-110 OR I-80.

Approved by the Utah Division of Oil, Gas and Mining

Date: January 09, 2014

By: Dark K Quist

NAME (PLEASE PRINT)	PHONE NUMBER	TITLE
Brady Riley	303 312-8115	Permit Analyst
SIGNATURE N/A		**DATE** 1/6/2014

RECEIVED: Jan. 06, 2014

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS, AND MINING

FORM 9

5.LEASE DESIGNATION AND SERIAL NUMBER:
fee

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

6. IF INDIAN, ALLOTTEE OR TRIBE NAME:

7.UNIT or CA AGREEMENT NAME:

1. TYPE OF WELL
Oil Well

8. WELL NAME and NUMBER:
FD 9-31-2-2

2. NAME OF OPERATOR:
BILL BARRETT CORP

9. API NUMBER:
43047533190000

3. ADDRESS OF OPERATOR:
1099 18th Street Ste 2300 , Denver, CO, 80202

PHONE NUMBER:
303 312-8134 Ext

9. FIELD and POOL or WILDCAT:
WILDCAT

4. LOCATION OF WELL
FOOTAGES AT SURFACE:
2220 FSL 0980 FEL
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:
Qtr/Qtr: NESE Section: 31 Township: 02.0S Range: 02.0E Meridian: U

COUNTY:
UINTAH

STATE:
UTAH

11.
CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
☐ NOTICE OF INTENT Approximate date work will start:	☐ ACIDIZE	☐ ALTER CASING	☐ CASING REPAIR
☐ SUBSEQUENT REPORT Date of Work Completion:	☐ CHANGE TO PREVIOUS PLANS	☐ CHANGE TUBING	☐ CHANGE WELL NAME
	☐ CHANGE WELL STATUS	☐ COMMINGLE PRODUCING FORMATIONS	☐ CONVERT WELL TYPE
	☐ DEEPEN	☐ FRACTURE TREAT	☐ NEW CONSTRUCTION
	☐ OPERATOR CHANGE	☐ PLUG AND ABANDON	☐ PLUG BACK
✓ SPUD REPORT Date of Spud: 1/23/2014	☐ PRODUCTION START OR RESUME	☐ RECLAMATION OF WELL SITE	☐ RECOMPLETE DIFFERENT FORMATION
	☐ REPERFORATE CURRENT FORMATION	☐ SIDETRACK TO REPAIR WELL	☐ TEMPORARY ABANDON
	☐ TUBING REPAIR	☐ VENT OR FLARE	☐ WATER DISPOSAL
☐ DRILLING REPORT Report Date:	☐ WATER SHUTOFF	☐ SI TA STATUS EXTENSION	☐ APD EXTENSION
	☐ WILDCAT WELL DETERMINATION	☐ OTHER	OTHER:

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

This well was spud on 1/23/14 at 10:00 am by Triple A Drilling, Rig Type Soilmec SR/30, Rig #TA 4037.

Accepted by the
Utah Division of
Oil, Gas and Mining
FOR RECORD ONLY
January 24, 2014

NAME (PLEASE PRINT)	PHONE NUMBER	TITLE
Venessa Langmacher	303 312-8172	Senior Permit Analyst
SIGNATURE		**DATE**
N/A		1/24/2014

RECEIVED: Jan. 24, 2014

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS, AND MINING

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

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5.LEASE DESIGNATION AND SERIAL NUMBER: fee

6. IF INDIAN, ALLOTTEE OR TRIBE NAME:

7.UNIT or CA AGREEMENT NAME:

1. TYPE OF WELL
Oil Well

8. WELL NAME and NUMBER:
FD 9-31-2-2

2. NAME OF OPERATOR:
BILL BARRETT CORP

9. API NUMBER:
43047533190000

3. ADDRESS OF OPERATOR:
1099 18th Street Ste 2300 , Denver, CO, 80202

PHONE NUMBER:
303 312-8134 Ext

9. FIELD and POOL or WILDCAT:
WILDCAT

4. LOCATION OF WELL
FOOTAGES AT SURFACE:
2220 FSL 0980 FEL
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:
Qtr/Qtr: NESE Section: 31 Township: 02.0S Range: 02.0E Meridian: U

COUNTY:
UINTAH

STATE:
UTAH

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TYPE OF SUBMISSION	TYPE OF ACTION		
☐ NOTICE OF INTENT Approximate date work will start:	☐ ACIDIZE	☐ ALTER CASING	☐ CASING REPAIR
☐ SUBSEQUENT REPORT Date of Work Completion:	☐ CHANGE TO PREVIOUS PLANS	☐ CHANGE TUBING	☐ CHANGE WELL NAME
☐ SPUD REPORT Date of Spud:	☐ CHANGE WELL STATUS	☐ COMMINGLE PRODUCING FORMATIONS	☐ CONVERT WELL TYPE
✓ DRILLING REPORT Report Date: 1/31/2014	☐ DEEPEN	☐ FRACTURE TREAT	☐ NEW CONSTRUCTION
	☐ OPERATOR CHANGE	☐ PLUG AND ABANDON	☐ PLUG BACK
	☐ PRODUCTION START OR RESUME	☐ RECLAMATION OF WELL SITE	☐ RECOMPLETE DIFFERENT FORMATION
	☐ REPERFORATE CURRENT FORMATION	☐ SIDETRACK TO REPAIR WELL	☐ TEMPORARY ABANDON
	☐ TUBING REPAIR	☐ VENT OR FLARE	☐ WATER DISPOSAL
	☐ WATER SHUTOFF	☐ SI TA STATUS EXTENSION	☐ APD EXTENSION
	☐ WILDCAT WELL DETERMINATION	☐ OTHER	OTHER:

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

Attached is the January 2014 Drilling Activity for this well.

Accepted by the
Utah Division of
Oil, Gas and Mining
FOR RECORD ONLY
February 06, 2014

NAME (PLEASE PRINT)	PHONE NUMBER	TITLE
Christina Hirtler	303 312-8597	Administrative Assistant
SIGNATURE		**DATE**
N/A		2/5/2014

RECEIVED: Feb. 05, 2014

Bill Barrett Corporation

9-31-2-2 FD 1/26/2014 06:00 - 1/27/2014 06:00

API	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-047-53319	UT	Uintah	Fort Duchesne		1,245.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	24.00	06:00	2	RIGUP & TEARDOWN	FINISH LOAD OUT - MOVE RIG - RIG UP - THAW FROZEN KELLY HOSE - SPUD 1500 HRS DRLG F/80' T/150' - REPAIR MIST PUMP - DRLG F/150' T/360' - WORK ON MIST PUMP - DRLG F/360' T/420' - SURVEY 3/4 DEG - DRLG F/420' T/840' - SURVEY 1 DEG - DRLG F/840' T/1140'

9-31-2-2 FD 1/27/2014 06:00 - 1/27/2014 20:30

API	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-047-53319	UT	Uintah	Fort Duchesne		1,245.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	14.50	20:30	2	DRILL ACTUAL	DRLG F/1140' T/1155' - WAIT ON WATER - DRLG F/1155' T/1245' - CIRC - T.O.O.H. - FILL HOLE WITH MUD - RUN CSG - RIG DOWN - WAIT ON CEMENT

RECEIVED: Feb. 05, 2014

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS, AND MINING

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

5.LEASE DESIGNATION AND SERIAL NUMBER: fee

6. IF INDIAN, ALLOTTEE OR TRIBE NAME:

7.UNIT or CA AGREEMENT NAME:

1. TYPE OF WELL
Oil Well

8. WELL NAME and NUMBER:
FD 9-31-2-2

2. NAME OF OPERATOR:
BILL BARRETT CORP

9. API NUMBER:
43047533190000

3. ADDRESS OF OPERATOR:
1099 18th Street Ste 2300 , Denver, CO, 80202

PHONE NUMBER:
303 312-8134 Ext

9. FIELD and POOL or WILDCAT:
WILDCAT

4. LOCATION OF WELL
FOOTAGES AT SURFACE:
2220 FSL 0980 FEL
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:
Qtr/Qtr: NESE Section: 31 Township: 02.0S Range: 02.0E Meridian: U

COUNTY:
UINTAH

STATE:
UTAH

11.
CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
☐ NOTICE OF INTENT Approximate date work will start:	☐ ACIDIZE	☐ ALTER CASING	☐ CASING REPAIR
☐ SUBSEQUENT REPORT Date of Work Completion:	☐ CHANGE TO PREVIOUS PLANS	☐ CHANGE TUBING	☐ CHANGE WELL NAME
☐ SPUD REPORT Date of Spud:	☐ CHANGE WELL STATUS	☐ COMMINGLE PRODUCING FORMATIONS	☐ CONVERT WELL TYPE
✓ DRILLING REPORT Report Date: 3/31/2014	☐ DEEPEN	☐ FRACTURE TREAT	☐ NEW CONSTRUCTION
	☐ OPERATOR CHANGE	☐ PLUG AND ABANDON	☐ PLUG BACK
	☐ PRODUCTION START OR RESUME	☐ RECLAMATION OF WELL SITE	☐ RECOMPLETE DIFFERENT FORMATION
	☐ REPERFORATE CURRENT FORMATION	☐ SIDETRACK TO REPAIR WELL	☐ TEMPORARY ABANDON
	☐ TUBING REPAIR	☐ VENT OR FLARE	☐ WATER DISPOSAL
	☐ WATER SHUTOFF	☐ SI TA STATUS EXTENSION	☐ APD EXTENSION
	☐ WILDCAT WELL DETERMINATION	☐ OTHER	OTHER:

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

Attached is the March 2014 Drilling Activity for this well.

Accepted by the
Utah Division of
Oil, Gas and Mining
FOR RECORD ONLY
April 02, 2014

NAME (PLEASE PRINT)	PHONE NUMBER	TITLE
Christina Hirtler	303 312-8597	Administrative Assistant
SIGNATURE		**DATE**
N/A		4/2/2014

RECEIVED: Apr. 02, 2014

Bill Barrett Corporation

FD 09-31-2-2 3/19/2014 19:00 - 3/20/2014 06:00

API	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-047-53319	UT	Uintah	Fort Duchesne	COMPLETION	9,193.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
19:00	11.00	06:00	1	RIGUP & TEARDOWN	RIGGING DOWN WITH CREWS

FD 09-31-2-2 3/20/2014 06:00 - 3/21/2014 06:00

API	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-047-53319	UT	Uintah	Fort Duchesne	COMPLETION	9,193.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	10.00	16:00	1	RIGUP & TEARDOWN	MOVING RIG AND RIGGING UP WITH CREWS
16:00	4.00	20:00	14	NIPPLE UP B.O.P	NIPPLE UP BOP AND FLARE LINES - RIG ACCEPTED TO DAY WORK @ 1600 HRS 3/20/14
20:00	6.50	02:30	15	TEST B.O.P	TEST BOP WITH B&C QUICK TEST (PIPE RAMS, BLIND RAMS, FOSV, INSIDE BOP, CHOKE LINE & VALVES, CHOKE MANIFOLD, KILL LINE INSIDE & OUT SIDE VALVE, HCR, MANUEL VALVE ALL @ 10 MIN 5000 PSI HIGH 5MIN 250 PSI LOW, ANNULAR @ 10MIN 2500 PSI HIGH 5MIN 250 PSI LOW, CASING @ 30MIN 1500 PSI - R/D TESTER - LOST TWO HOURS DUE TO TESTERS PUMP INTAILLY NOT WORKING HAD TO CALL OUT MECHANIC AND REPLACE DRIVE BELT ON PUMP
02:30	1.00	03:30	21	OPEN	LOAD PIPE RACKS & STRAP BHA
03:30	0.50	04:00	21	OPEN	SET WEAR BUSHING
04:00	2.00	06:00	20	DIRECTIONAL WORK	PICK UP MUD MOTOR AND SCRIBE - MAKE UP BIT - BUILD AND LOAD MWD TOOL TEST TOOL - PICK UP DIRECTIONAL TOOLS (MONELS)

FD 09-31-2-2 3/21/2014 06:00 - 3/22/2014 06:00

API	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-047-53319	UT	Uintah	Fort Duchesne	COMPLETION	9,193.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	2.50	08:30	6	TRIPS	T.I.H. F/98' T/1150'
08:30	1.00	09:30	9	CUT OFF DRILL LINE	SLIP & CUT 40' DRILL LINE
09:30	1.50	11:00	2	DRILL ACTUAL	DRILLING CEMENT FLOAT COLLAR AND SHOE GPM=320, RPM=20, WOB=4-8K - TAGGED CEMENT @ 1150'
11:00	0.50	11:30	2	DRILL ACTUAL	DRILLING 7 7/8 PRODUCTION (20') 40 FPH GPM=320 TOPDRIVE RPM=30 MOTOR RPM=54 TOTAL RPM=74 WT ON BIT=10K OFF BOTTOM PRESSURE=910 PSI DIFF PRESS=150-200PSI TQ=4K
11:30	0.50	12:00	21	OPEN	SPOT LCM SWEEP ON BOTTOM - PERFORM EMW TEST TO 10.5 PPG WITH 8.4 PPG MW - CLOSE ANNULAR AND BRING PRESSURE TO 142 PSI, PRESSURE BLED OFF TO 139 PSI (10.4 PPG EMW) RELEASE PRESSURE
12:00	0.50	12:30	2	DRILL ACTUAL	DRILLING 7 7/8 PRODUCTION (42') 84 FPH GPM=320 TOPDRIVE RPM=30 MOTOR RPM=54 TOTAL RPM=74 WT ON BIT=10K OFF BOTTOM PRESSURE=910 PSI DIFF PRESS=150-200PSI TQ=4K
12:30	0.50	13:00	20	DIRECTIONAL WORK	DOWN LINK MWD TOOL
13:00	3.50	16:30	2	DRILL ACTUAL	DRILLING 7 7/8 PRODUCTION (512') 146.2 FPH GPM=520 TOPDRIVE RPM=40 MOTOR RPM=88 TOTAL RPM=128 WT ON BIT=14K OFF BOTTOM PRESSURE=1380 PSI DIFF PRESS=200-300PSI TQ=4K
16:30	0.50	17:00	7	LUBRICATE RIG	RIG SERVICE
17:00	13.00	06:00	2	DRILL ACTUAL	DRILLING 7 7/8 PRODUCTION (1510') 116.1 FPH GPM=520 TOPDRIVE RPM=40 MOTOR RPM=88 TOTAL RPM=128 WT ON BIT=16K OFF BOTTOM PRESSURE=1980 PSI DIFF PRESS=200-300PSI TQ=5K

FD 09-31-2-2 3/22/2014 06:00 - 3/23/2014 06:00

API	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-047-53319	UT	Uintah	Fort Duchesne	COMPLETION	9,193.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	3.00	09:00	2	DRILL ACTUAL	DRILLING 7 7/8 PRODUCTION (368') 122.6 FPH GPM=520 TOPDRIVE RPM=40 MOTOR RPM=88 TOTAL RPM=128 WT ON BIT=18K OFF BOTTOM PRESSURE=1980 PSI DIFF PRESS=200-300PSI TQ=5K
09:00	1.00	10:00	8	REPAIR RIG	LAY DOWN 4 JOINTS DRILL PIPE - REPLACE SWIVEL PACKING
10:00	0.50	10:30	7	LUBRICATE RIG	RIG SERVICE

RECEIVED: Apr. 02, 2014

Bill Barrett Corporation

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
10:30	0.50	11:00	2	DRILL ACTUAL	DRILLING 7 7/8 PRODUCTION (30') 60 FPH GPM=480 TOPDRIVE RPM=50 MOTOR RPM=88 TOTAL RPM=131 WT ON BIT=18K OFF BOTTOM PRESSURE=1550 PSI DIFF PRESS=200-300PSI TQ=5K
11:00	1.00	12:00	8	REPAIR RIG	LAY DOWN 4 JOINTS DRILL PIPE - REPLACE GASKET ON SWIVEL PACKING
12:00	15.50	03:30	2	DRILL ACTUAL	DRILLING 7 7/8 PRODUCTION (1262') 81.4 FPH GPM=480 TOPDRIVE RPM=50 MOTOR RPM=88 TOTAL RPM=131 WT ON BIT=18K OFF BOTTOM PRESSURE=1750 PSI DIFF PRESS=200-300PSI TQ=5K
03:30	0.50	04:00	7	LUBRICATE RIG	RIG SERVICE
04:00	2.00	06:00	2	DRILL ACTUAL	DRILLING 7 7/8 PRODUCTION (160') 80 FPH GPM=530 TOPDRIVE RPM=45 MOTOR RPM=90 TOTAL RPM=135 WT ON BIT=18K OFF BOTTOM PRESSURE=1945 PSI DIFF PRESS=200-300PSI TQ=5K

FD 09-31-2-2 3/23/2014 06:00 - 3/24/2014 06:00

API	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-047-53319	UT	Uintah	Fort Duchesne	COMPLETION	9,193.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	8.50	14:30	2	DRILL ACTUAL	DRILLING 7 7/8 PRODUCTION (1262') 81.4 FPH GPM=480 TOPDRIVE RPM=50 MOTOR RPM=81 TOTAL RPM=131 WT ON BIT=18K OFF BOTTOM PRESSURE=1800 PSI DIFF PRESS=200-300PSI TQ=5K
14:30	0.50	15:00	7	LUBRICATE RIG	RIG SERVICE
15:00	0.50	15:30	8	REPAIR RIG	CHANGE FILTERS ON SWIVEL PUMP
15:30	14.50	06:00	2	DRILL ACTUAL	DRILLING 7 7/8 PRODUCTION (1262') 81.4 FPH GPM=530 TOPDRIVE RPM=40 MOTOR RPM=90 TOTAL RPM=130 WT ON BIT=24K OFF BOTTOM PRESSURE=2025 PSI DIFF PRESS=75-150PSI TQ=5K

FD 09-31-2-2 3/24/2014 06:00 - 3/25/2014 06:00

API	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-047-53319	UT	Uintah	Fort Duchesne	COMPLETION	9,193.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	9.50	15:30	2	DRILL ACTUAL	DRILLING 7 7/8 PRODUCTION (204') 21.4 FPH GPM=530 TOPDRIVE RPM=50 MOTOR RPM=90 TOTAL RPM=140 WT ON BIT=24K OFF BOTTOM PRESSURE=2025 PSI DIFF PRESS=75-150PSI TQ=5K
15:30	0.50	16:00	7	LUBRICATE RIG	RIG SERVICE
16:00	3.50	19:30	2	DRILL ACTUAL	DRILLING 7 7/8 PRODUCTION (87') 24.8 FPH GPM=530 TOPDRIVE RPM=40 MOTOR RPM=90 TOTAL RPM=130 WT ON BIT=25K OFF BOTTOM PRESSURE=2025 PSI DIFF PRESS=75-150PSI TQ=5K
19:30	1.50	21:00	5	COND MUD & CIRC	CIRCULATE - PUMP HIGH VIS SWEEP - FILL TRIP TANKS
21:00	6.50	03:30	6	TRIPS	PUMP SLUG - FLOW CHECK - T.O.O.H. FROM 6091' TO 98' - FILL HOLE WITH TRIP TANKS (48 BBLS TOTAL FILL, CALCLUTAED FILL 39 BBLS)
03:30	2.50	06:00	20	DIRECTIONAL WORK	LAYDOWN DIRECTIONAL TOOLS - BREAK DOWN MWD TOOL - BREAK BIT - MAKE UP NEW BIT - SCRIBE MUD MOTOR - MAKE UP MWD TOOL AND TEST TOOL - PICK UP DIRECTIONAL TOOLS

FD 09-31-2-2 3/25/2014 06:00 - 3/26/2014 06:00

API	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-047-53319	UT	Uintah	Fort Duchesne	COMPLETION	9,193.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	9.00	15:00	6	TRIPS	T.I.H. F/98' T/6029' - WASH THRU BRIDGES @ 2800', 3200' AND 4000'
15:00	1.00	16:00	3	REAMING	WASH AND REAM FROM 6029' T/6091' - FAN BIT ON BOTTOM
16:00	4.50	20:30	2	DRILL ACTUAL	DRILLING 7 7/8 PRODUCTION (239') 53.1 FPH GPM=480 TOPDRIVE RPM=40 MOTOR RPM=81 TOTAL RPM=121 WT ON BIT=14K OFF BOTTOM PRESSURE=1850 PSI DIFF PRESS=100-250PSI TQ=5K
20:30	0.50	21:00	7	LUBRICATE RIG	RIG SERVICE
21:00	9.00	06:00	2	DRILL ACTUAL	DRILLING 7 7/8 PRODUCTION (500') 55.5 FPH GPM=480 TOPDRIVE RPM=40 MOTOR RPM=81 TOTAL RPM=121 WT ON BIT=15K OFF BOTTOM PRESSURE=1710 PSI DIFF PRESS=100-250PSI TQ=5K

FD 09-31-2-2 3/26/2014 06:00 - 3/27/2014 06:00

API	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-047-53319	UT	Uintah	Fort Duchesne	COMPLETION	9,193.0	Drilling & Completion

RECEIVED: Apr. 02, 2014

Bill Barrett Corporation

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	11.50	17:30	2	DRILL ACTUAL	Steerable drlg 6830' - 7402'. Spp 1900 psi, Dp 100-250 psi, rpm 40-55/77, Gpm - 480, Rop -50 fph.
17:30	0.50	18:00	7	LUBRICATE RIG	Rig Service.
18:00	11.50	05:30	2	DRILL ACTUAL	Steerable drlg 7402' - 7911'. Spp 2100 psi, Dp 100-250 psi, rpm 40-55/77, Gpm - 480, Rop -44 fph.
05:30	0.50	06:00	7	LUBRICATE RIG	Rig Service.

FD 09-31-2-2 3/27/2014 06:00 - 3/28/2014 06:00

API	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-047-53319	UT	Uintah	Fort Duchesne	COMPLETION	9,193.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	11.50	17:30	2	DRILL ACTUAL	Steerable drlg 7911' - 8865'. Spp 2300 psi, Dp 100-350 psi, Rpm 40-55/77, Gpm - 480, Rop - 83 fph.
17:30	0.50	18:00	7	LUBRICATE RIG	Rig Service.
18:00	12.00	06:00	2	DRILL ACTUAL	Steerable drlg 8865' - 9165'. Spp 2300 psi, Dp 100-350 psi, Rpm 40-55/77, Gpm - 480, Rop - 25 fph.

FD 09-31-2-2 3/28/2014 06:00 - 3/29/2014 06:00

API	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-047-53319	UT	Uintah	Fort Duchesne	COMPLETION	9,193.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	1.50	07:30	2	DRILL ACTUAL	Steerable drlg 9165' - 9193'. Spp 2400 psi, Dp 100-250 psi, Rpm 40-55/77, Gpm - 480, Rop - 19 fph. TD well @ 9193' @ 07:30.
07:30	1.00	08:30	5	COND MUD & CIRC	C&C mud, sweep hole. Pump dry job.
08:30	5.50	14:00	6	TRIPS	ST to 6000'. Tight hole @ 7500' - transition @ bottom of Pelican Bench.
14:00	2.00	16:00	5	COND MUD & CIRC	C&C mud, sweep hole. Pump dry job.
16:00	10.00	02:00	6	TRIPS	Toh f/csg. L/D Bha. Slip & cut drill line @ 1200'.
02:00	0.50	02:30	21	OPEN	Pull wear bushing.
02:30	3.50	06:00	12	RUN CASING & CEMENT	Run 5 1/2" prod csg.

FD 09-31-2-2 3/29/2014 06:00 - 3/30/2014 06:00

API	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-047-53319	UT	Uintah	Fort Duchesne	COMPLETION	9,193.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	10.00	16:00	12	RUN CASING & CEMENT	Finish running 5 1/2", 17#, I-80, LT&C csg as follows: Flt shoe, 2 jts csg, flt collar, 206 jts csg plus MJs @ 8315' and 7537'.
16:00	2.00	18:00	8	REPAIR RIG	Repair top drive rollers
18:00	0.50	18:30	7	LUBRICATE RIG	Rig Service
18:30	2.00	20:30	12	RUN CASING & CEMENT	Finish running csg. P/U jt 208, tag bottom.
20:30	3.00	23:30	5	COND MUD & CIRC	C&C mud, reciprocate pipe, lower YP to 10.
23:30	3.50	03:00	12	RUN CASING & CEMENT	HSM. Cement prod csg as follows: Test lines to5000 psi. Pump 40 bbls tuned spacer @ 10 ppg, Mix and pump 525 sx (219 bbls) tuned lite lead @ 11 ppg, 2.34 yld, 10.1 gps h2o. Tail in with 630 sx (163 bbls) Expandacem @ 13.5 ppg, 1.45 yld, 6.91 gps h2o. Wash up to pit, drop plug, displace with 211 bbls Cla-web/Aldicide @ 8.34 ppg. Max pressure 1980 psi, bump plug to 2600 psi. Bled back 2 bbls, floats held. Full returns, all of spacer, trace of cement to surface. R/D HES.
03:00	0.50	03:30	21	OPEN	Remove mandrel, set and test packoff.
03:30	2.50	06:00	14	NIPPLE UP B.O.P	Nipple down, clean tanks. Rig released @ 06:00.

RECEIVED: Apr. 02, 2014

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS, AND MINING

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

5.LEASE DESIGNATION AND SERIAL NUMBER: fee

6. IF INDIAN, ALLOTTEE OR TRIBE NAME:

7.UNIT or CA AGREEMENT NAME:

1. TYPE OF WELL
Oil Well

8. WELL NAME and NUMBER:
FD 9-31-2-2

2. NAME OF OPERATOR:
BILL BARRETT CORP

9. API NUMBER:
43047533190000

3. ADDRESS OF OPERATOR:
1099 18th Street Ste 2300 , Denver, CO, 80202

PHONE NUMBER:
303 312-8134 Ext

9. FIELD and POOL or WILDCAT:
WILDCAT

4. LOCATION OF WELL
FOOTAGES AT SURFACE:
2220 FSL 0980 FEL
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:
Qtr/Qtr: NESE Section: 31 Township: 02.0S Range: 02.0E Meridian: U

COUNTY:
UINTAH

STATE:
UTAH

11.
CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
☐ NOTICE OF INTENT Approximate date work will start:	☐ ACIDIZE	☐ ALTER CASING	☐ CASING REPAIR
☐ SUBSEQUENT REPORT Date of Work Completion:	☐ CHANGE TO PREVIOUS PLANS	☐ CHANGE TUBING	☐ CHANGE WELL NAME
☐ SPUD REPORT Date of Spud:	☐ CHANGE WELL STATUS	☐ COMMINGLE PRODUCING FORMATIONS	☐ CONVERT WELL TYPE
✓ DRILLING REPORT Report Date: 4/30/2014	☐ DEEPEN	☐ FRACTURE TREAT	☐ NEW CONSTRUCTION
	☐ OPERATOR CHANGE	☐ PLUG AND ABANDON	☐ PLUG BACK
	☐ PRODUCTION START OR RESUME	☐ RECLAMATION OF WELL SITE	☐ RECOMPLETE DIFFERENT FORMATION
	☐ REPERFORATE CURRENT FORMATION	☐ SIDETRACK TO REPAIR WELL	☐ TEMPORARY ABANDON
	☐ TUBING REPAIR	☐ VENT OR FLARE	☐ WATER DISPOSAL
	☐ WATER SHUTOFF	☐ SI TA STATUS EXTENSION	☐ APD EXTENSION
	☐ WILDCAT WELL DETERMINATION	☐ OTHER	OTHER:

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

Attached is the April 2014 Drilling Activity for this well.

Accepted by the
Utah Division of
Oil, Gas and Mining
FOR RECORD ONLY
May 06, 2014

NAME (PLEASE PRINT)	PHONE NUMBER	TITLE
Christina Hirtler	303 312-8597	Administrative Assistant
SIGNATURE		**DATE**
N/A		5/6/2014

RECEIVED: May. 06, 2014

Bill Barrett Corporation

FD 09-31-2-2 4/1/2014 06:00 - 4/2/2014 06:00

API	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-047-53319	UT	Uintah	Fort Duchesne	PRODUCING	9,193.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	24.00	06:00	IWHD	Install Wellhead	N/D 11" NITE CAP. N/U TBG HEAD & TEST. N/U 7' NITE CAP. SWI.

FD 09-31-2-2 4/4/2014 06:00 - 4/5/2014 06:00

API	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-047-53319	UT	Uintah	Fort Duchesne	PRODUCING	9,193.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	24.00	06:00	CTUW	W/L Operation	HOLD SAFETY MEETING. RU HES W/L. RIH GR/JB & TAG FILL AT 9062', 30' OF FILL, F/C AT 9092'. RAN CAST/RMT LOGS. RAN CAST LOG UNDER PRESSURE F/ 9037' TO SURFACE. TOC SURFACE. RD HES W/L. MOL.

FD 09-31-2-2 4/25/2014 06:00 - 4/26/2014 06:00

API	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-047-53319	UT	Uintah	Fort Duchesne	PRODUCING	9,193.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	24.00	06:00	GOP	General Operations	HSM. CHECK PRESSURE. ND 7" NIGHT CAP. NU 7" 5K X 5" 10K FRAC MANDREL. NU 5" 10K FRAC VALVES. PRES TEST CSG TO 6200 PSI, TEST FB EQUIP TO 2500/4500 PSI. ALL TEST GOOD. SECURE WELL. FILLING FRAC LINE.

RECEIVED: May. 06, 2014

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS, AND MINING

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

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5.LEASE DESIGNATION AND SERIAL NUMBER: fee

6. IF INDIAN, ALLOTTEE OR TRIBE NAME:

7.UNIT or CA AGREEMENT NAME:

1. TYPE OF WELL Oil Well

8. WELL NAME and NUMBER: FD 9-31-2-2

2. NAME OF OPERATOR: BILL BARRETT CORP

9. API NUMBER: 43047533190000

3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202

PHONE NUMBER: 303 312-8134 Ext

9. FIELD and POOL or WILDCAT: WILDCAT

4. LOCATION OF WELL
FOOTAGES AT SURFACE: 2220 FSL 0980 FEL
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NESE Section: 31 Township: 02.0S Range: 02.0E Meridian: U

COUNTY: UINTAH

STATE: UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
☐ NOTICE OF INTENT Approximate date work will start:	☐ ACIDIZE	☐ ALTER CASING	☐ CASING REPAIR
☑ SUBSEQUENT REPORT Date of Work Completion: 5/2/2014	☐ CHANGE TO PREVIOUS PLANS	☐ CHANGE TUBING	☐ CHANGE WELL NAME
☐ SPUD REPORT Date of Spud:	☐ CHANGE WELL STATUS	☐ COMMINGLE PRODUCING FORMATIONS	☐ CONVERT WELL TYPE
☐ DRILLING REPORT Report Date:	☐ DEEPEN	☐ FRACTURE TREAT	☐ NEW CONSTRUCTION
	☐ OPERATOR CHANGE	☐ PLUG AND ABANDON	☐ PLUG BACK
	☑ PRODUCTION START OR RESUME	☐ RECLAMATION OF WELL SITE	☐ RECOMPLETE DIFFERENT FORMATION
	☐ REPERFORATE CURRENT FORMATION	☐ SIDETRACK TO REPAIR WELL	☐ TEMPORARY ABANDON
	☐ TUBING REPAIR	☐ VENT OR FLARE	☐ WATER DISPOSAL
	☐ WATER SHUTOFF	☐ SI TA STATUS EXTENSION	☐ APD EXTENSION
	☐ WILDCAT WELL DETERMINATION	☐ OTHER	OTHER:

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

This well had first production on 5/2/14 and first gas sales on 5/4/14.

Accepted by the
Utah Division of
Oil, Gas and Mining
FOR RECORD ONLY
May 07, 2014

NAME (PLEASE PRINT)	PHONE NUMBER	TITLE
Brady Riley	303 312-8115	Permit Analyst
SIGNATURE N/A		**DATE** 5/7/2014

RECEIVED: May. 07, 2014

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS, AND MINING

FORM 9

5.LEASE DESIGNATION AND SERIAL NUMBER: fee

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

6. IF INDIAN, ALLOTTEE OR TRIBE NAME:

7.UNIT or CA AGREEMENT NAME:

1. TYPE OF WELL
Oil Well

8. WELL NAME and NUMBER:
FD 9-31-2-2

2. NAME OF OPERATOR:
BILL BARRETT CORP

9. API NUMBER:
43047533190000

3. ADDRESS OF OPERATOR:
1099 18th Street Ste 2300 , Denver, CO, 80202

PHONE NUMBER:
303 312-8134 Ext

9. FIELD and POOL or WILDCAT:
WILDCAT

4. LOCATION OF WELL
FOOTAGES AT SURFACE:
2220 FSL 0980 FEL
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:
Qtr/Qtr: NESE Section: 31 Township: 02.0S Range: 02.0E Meridian: U

COUNTY:
UINTAH

STATE:
UTAH

11.
CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
☐ NOTICE OF INTENT Approximate date work will start:	☐ ACIDIZE	☐ ALTER CASING	☐ CASING REPAIR
☑ SUBSEQUENT REPORT Date of Work Completion: 5/9/2014	☐ CHANGE TO PREVIOUS PLANS	☐ CHANGE TUBING	☐ CHANGE WELL NAME
☐ SPUD REPORT Date of Spud:	☐ CHANGE WELL STATUS	☐ COMMINGLE PRODUCING FORMATIONS	☐ CONVERT WELL TYPE
☐ DRILLING REPORT Report Date:	☐ DEEPEN	☐ FRACTURE TREAT	☐ NEW CONSTRUCTION
	☐ OPERATOR CHANGE	☐ PLUG AND ABANDON	☐ PLUG BACK
	☑ PRODUCTION START OR RESUME	☐ RECLAMATION OF WELL SITE	☐ RECOMPLETE DIFFERENT FORMATION
	☐ REPERFORATE CURRENT FORMATION	☐ SIDETRACK TO REPAIR WELL	☐ TEMPORARY ABANDON
	☐ TUBING REPAIR	☐ VENT OR FLARE	☐ WATER DISPOSAL
	☐ WATER SHUTOFF	☐ SI TA STATUS EXTENSION	☐ APD EXTENSION
	☐ WILDCAT WELL DETERMINATION	☐ OTHER	OTHER:

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.
this well had first oil sales on 5/9/14

Accepted by the
Utah Division of
Oil, Gas and Mining
FOR RECORD ONLY
May 13, 2014

NAME (PLEASE PRINT)	PHONE NUMBER	TITLE
Brady Riley	303 312-8115	Permit Analyst
SIGNATURE		**DATE**
N/A		5/13/2014

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

AMENDED REPORT ☐ (highlight changes) FORM 8

WELL COMPLETION OR RECOMPLETION REPORT AND LOG

5. LEASE DESIGNATION AND SERIAL NUMBER: Fee

6. IF INDIAN, ALLOTTEE OR TRIBE NAME:

1a. TYPE OF WELL: OIL WELL ☑ GAS WELL ☐ DRY ☐ OTHER

7. UNIT or CA AGREEMENT NAME:

b. TYPE OF WORK: NEW WELL ☑ HORIZ. LATS. ☐ DEEP-EN ☐ RE-ENTRY ☐ DIFF. RESVR. ☐ OTHER

8. WELL NAME and NUMBER: FD 9-31-2-2

2. NAME OF OPERATOR: Bill Barrett Corporation

9. API NUMBER: 4304753319

3. ADDRESS OF OPERATOR: 1099 18th St Ste 2300 CITY Denver STATE CO ZIP 80202

PHONE NUMBER: (303) 293-9100

10 FIELD AND POOL, OR WILDCAT: Wildcat

4. LOCATION OF WELL (FOOTAGES)
AT SURFACE: 2220 FSL 980 FEL
AT TOP PRODUCING INTERVAL REPORTED BELOW: 2230 FSL 991 FEL
AT TOTAL DEPTH: 2209 FSL 979 FEL

11. QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: NESE 31 2S 2E U

12. COUNTY: Uintah

13. STATE: UTAH

14. DATE SPUDDED: 1/23/2014

15. DATE T.D. REACHED: 3/28/2014

16. DATE COMPLETED: 5/2/2014 ABANDONED ☐ READY TO PRODUCE ☑

17. ELEVATIONS (DF, RKB, RT, GL): 5068 GL

18. TOTAL DEPTH: MD 9,230 TVD 9,228

19. PLUG BACK T.D.: MD 9,126 TVD 9,124

20. IF MULTIPLE COMPLETIONS, HOW MANY? *

21. DEPTH BRIDGE PLUG SET: MD TVD

22. TYPE ELECTRIC AND OTHER MECHANICAL LOGS RUN (Submit copy of each)
TRIPLE COMBO/CBL/MUD

23.
WAS WELL CORED? NO ☑ YES ☐ (Submit analysis)
WAS DST RUN? NO ☑ YES ☐ (Submit report)
DIRECTIONAL SURVEY? NO ☐ YES ☑ (Submit copy)

24. CASING AND LINER RECORD (Report all strings set in well)

HOLE SIZE	SIZE/GRADE	WEIGHT (#/ft.)	TOP (MD)	BOTTOM (MD)	STAGE CEMENTER DEPTH	CEMENT TYPE & NO. OF SACKS	SLURRY VOLUME (BBL)	CEMENT TOP **	AMOUNT PULLED
24	16 Cond	65#	0	80	80			0	
12 1/4	8 5/8 J-55	24#	0	1,276	1,244	Lead 150	102	0	
						Tail 510	74		
7 7/8	5 1/2 I-80	17#	0	9,193	9,183	Lead 525	219	3062	
						Tail 630	163		

25. TUBING RECORD

SIZE	DEPTH SET (MD)	PACKER SET (MD)	SIZE	DEPTH SET (MD)	PACKER SET (MD)	SIZE	DEPTH SET (MD)	PACKER SET (MD)
2 7/8	7,704							

26. PRODUCING INTERVALS

FORMATION NAME	TOP (MD)	BOTTOM (MD)	TOP (TVD)	BOTTOM (TVD)
(A) Green River	7,682	8,983		
(B)				
(C)				
(D)				

27. PERFORATION RECORD

INTERVAL (Top/Bot - MD)		SIZE	NO. HOLES	PERFORATION STATUS
7,682	8,983	.38	180	Open ☑ Squeezed ☐
				Open ☐ Squeezed ☐
				Open ☐ Squeezed ☐
				Open ☐ Squeezed ☐

28. ACID, FRACTURE, TREATMENT, CEMENT SQUEEZE, ETC.

DEPTH INTERVAL	AMOUNT AND TYPE OF MATERIAL
7682-8983	Green River: See attached Stage 1-4

29. ENCLOSED ATTACHMENTS:

☑ ELECTRICAL/MECHANICAL LOGS ☐ GEOLOGIC REPORT ☐ DST REPORT ☑ DIRECTIONAL SURVEY
☐ SUNDRY NOTICE FOR PLUGGING AND CEMENT VERIFICATION ☐ CORE ANALYSIS ☐ OTHER:

30. WELL STATUS: POW

(5/2000)

(CONTINUED ON BACK)

RECEIVED: May. 30, 2014

31. INITIAL PRODUCTION

INTERVAL A (As shown in item #26)

DATE FIRST PRODUCED:	TEST DATE:	HOURS TESTED:	TEST PRODUCTION RATES: →	OIL – BBL:	GAS – MCF:	WATER – BBL:	PROD. METHOD:
5/2/2014	5/8/2014	24		275	22	224	Flowing

CHOKE SIZE:	TBG. PRESS.	CSG. PRESS.	API GRAVITY	BTU – GAS	GAS/OIL RATIO	24 HR PRODUCTION RATES: →	OIL – BBL:	GAS – MCF:	WATER – BBL:	INTERVAL STATUS:
48/64	350	250	31.58	1	80		275	22	224	

INTERVAL B (As shown in item #26)

DATE FIRST PRODUCED:	TEST DATE:	HOURS TESTED:	TEST PRODUCTION RATES: →	OIL – BBL:	GAS – MCF:	WATER – BBL:	PROD. METHOD:

CHOKE SIZE:	TBG. PRESS.	CSG. PRESS.	API GRAVITY	BTU – GAS	GAS/OIL RATIO	24 HR PRODUCTION RATES: →	OIL – BBL:	GAS – MCF:	WATER – BBL:	INTERVAL STATUS:

INTERVAL C (As shown in item #26)

DATE FIRST PRODUCED:	TEST DATE:	HOURS TESTED:	TEST PRODUCTION RATES: →	OIL – BBL:	GAS – MCF:	WATER – BBL:	PROD. METHOD:

CHOKE SIZE:	TBG. PRESS.	CSG. PRESS.	API GRAVITY	BTU – GAS	GAS/OIL RATIO	24 HR PRODUCTION RATES: →	OIL – BBL:	GAS – MCF:	WATER – BBL:	INTERVAL STATUS:

INTERVAL D (As shown in item #26)

DATE FIRST PRODUCED:	TEST DATE:	HOURS TESTED:	TEST PRODUCTION RATES: →	OIL – BBL:	GAS – MCF:	WATER – BBL:	PROD. METHOD:

CHOKE SIZE:	TBG. PRESS.	CSG. PRESS.	API GRAVITY	BTU – GAS	GAS/OIL RATIO	24 HR PRODUCTION RATES: →	OIL – BBL:	GAS – MCF:	WATER – BBL:	INTERVAL STATUS:

32. DISPOSITION OF GAS (Sold, Used for Fuel, Vented, Etc.)

Sold

33. SUMMARY OF POROUS ZONES (Include Aquifers):

Show all important zones of porosity and contents thereof: Cored intervals and all drill-stem tests, including depth interval tested, cushion used, time tool open, flowing and shut-in pressures and recoveries.

Formation	Top (MD)	Bottom (MD)	Descriptions, Contents, etc.

34. FORMATION (Log) MARKERS:

Name	Top (Measured Depth)
Green River	5,411
Mahogany	6,501
TGR3	7,478
Douglas Creek	7,854
Black Shale Facies	8,443
Castle Peak	8,527
Uteland Butte	8,742
Wasatch	9,193
TD	9,193

35. ADDITIONAL REMARKS (Include plugging procedure)

TOC calculated by CBL. Conductor cemented with grout. First gas sales 5/4/2014; first oil sales 5/9/2014

36. I hereby certify that the foregoing and attached information is complete and correct as determined from all available records.

NAME (PLEASE PRINT) Christina Hirtler TITLE Permit Analyst

SIGNATURE _____ DATE 5/29/2014

This report must be submitted within 30 days of

- completing or plugging a new well
- drilling horizontal laterals from an existing well bore
- recompleting to a different producing formation
- reentering a previously plugged and abandoned well
- significantly deepening an existing well bore below the previous bottom-hole depth
- drilling hydrocarbon exploratory holes, such as core samples and stratigraphic tests

* ITEM 20: Show the number of completions if production is measured separately from two or more formations.

** ITEM 24: Cement Top – Show how reported top(s) of cement were determined (circulated (CIR), calculated (CAL), cement bond log (CBL), temperature survey (TS)).

Send to: Utah Division of Oil, Gas and Mining
1594 West North Temple, Suite 1210
Box 145801
Salt Lake City, Utah 84114-5801

Phone: 801-538-5340

Fax: 801-359-3940

(5/2000)

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9-31-2-2 FD Report Continued*

44. ACID, FRACTURE, TREATMENT, CEMENT SQUEEZE, ETC. (cont.)				
AMOUNT AND TYPE OF MATERIAL				
Stage	***bbls Slurry***	***lbs Common White 100 Mesh Sand***	***lbs 20/40 Premium White***	***gal 15% HCI Acid***
1	2770	8000	145400	3719
2	2643	8200	150000	3547
3	2620	8300	150000	3426
4	2652	8960	150100	3475

*Depth intervals for frac information same as perforation record intervals.

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Payzone Directional

End of Well Report

Company:	Bill Barrett Corporation	**Local Co-ordinate Reference:**	Well FD 9-31-2-2
Project:	Fort Duchesne	**TVD Reference:**	FD 9-31-2-2 @ 5083.0usft (CAPSTAR 330)
Site:	SECTION 31 T2S, R2E	**MD Reference:**	FD 9-31-2-2 @ 5083.0usft (CAPSTAR 330)
Well:	FD 9-31-2-2	**North Reference:**	True
Wellbore:	Wellbore #1	**Survey Calculation Method:**	Minimum Curvature
Design:	Actual	**Database:**	EDM 5000.1 Single User Db

Project: Fort Duchesne

Map System:	US State Plane 1983	**System Datum:**	Mean Sea Level
Geo Datum:	North American Datum 1983		
Map Zone:	Utah Southern Zone		

Site: SECTION 31 T2S, R2E

Site Position:		**Northing:**	11,161,342.96 usft	**Latitude:**	40° 16' 32.403 N
From:	Map	**Easting:**	2,110,454.25 usft	**Longitude:**	109° 49' 0.873 W
Position Uncertainty:	0.0 usft	**Slot Radius:**	13-3/16 "	**Grid Convergence:**	1.03 °

Well: FD 9-31-2-2, SHL: 40° 15' 52.590 -109° 48' 22.520

Well Position	**+N/-S**	0.0 usft	**Northing:**	11,157,364.82 usft	**Latitude:**	40° 15' 52.590 N
	+E/-W	0.0 usft	**Easting:**	2,113,502.22 usft	**Longitude:**	109° 48' 22.520 W
Position Uncertainty		0.0 usft	**Wellhead Elevation:**	5,083.0 usft	**Ground Level:**	5,068.0 usft

Wellbore: Wellbore #1

Magnetics	Model Name	Sample Date	Declination (°)	Dip Angle (°)	Field Strength (nT)
	IGRF2010	3/14/2014	10.89	65.95	52,157

Design: Actual

Audit Notes:

Version:	1.0	**Phase:**	ACTUAL	**Tie On Depth:**	0.0

Vertical Section:	Depth From (TVD) (usft)	+N/-S (usft)	+E/-W (usft)	Direction (°)
	0.0	0.0	0.0	174.88

Survey Program — Date 4/2/2014

From (usft)	To (usft)	Survey (Wellbore)	Tool Name	Description
1,282.0	9,193.0	Survey #1 (Wellbore #1)	MWD	MWD v3:standard declination

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Payzone Directional

End of Well Report

Company:	Bill Barrett Corporation	**Local Co-ordinate Reference:**	Well FD 9-31-2-2
Project:	Fort Duchesne	**TVD Reference:**	FD 9-31-2-2 @ 5083.0usft (CAPSTAR 330)
Site:	SECTION 31 T2S, R2E	**MD Reference:**	FD 9-31-2-2 @ 5083.0usft (CAPSTAR 330)
Well:	FD 9-31-2-2	**North Reference:**	True
Wellbore:	Wellbore #1	**Survey Calculation Method:**	Minimum Curvature
Design:	Actual	**Database:**	EDM 5000.1 Single User Db

Survey

MD (usft)	Inc (°)	Azi (azimuth) (°)	TVD (usft)	V. Sec (usft)	N/S (usft)	E/W (usft)	DLeg (°/100usft)	Build (°/100usft)	Turn (°/100usft)
0.0	0.00	0.00	0.0	0.0	0.0	0.0	0.00	0.00	0.00
1,282.0	0.48	163.38	1,282.0	5.3	-5.1	1.5	0.04	0.04	0.00
1,367.0	0.70	7.73	1,367.0	5.1	-5.0	1.7	1.36	0.26	-183.12
1,453.0	0.26	47.54	1,453.0	4.5	-4.3	1.9	0.61	-0.51	46.29
1,538.0	0.31	144.04	1,538.0	4.6	-4.4	2.2	0.50	0.06	113.53
1,624.0	0.75	182.19	1,624.0	5.3	-5.1	2.3	0.63	0.51	44.36
1,709.0	0.26	127.96	1,709.0	6.0	-5.8	2.4	0.75	-0.58	-63.80
1,794.0	0.92	4.56	1,794.0	5.5	-5.2	2.7	1.28	0.78	-145.18
1,882.0	1.10	353.66	1,882.0	3.9	-3.7	2.6	0.30	0.20	-12.39
1,966.0	0.57	5.97	1,965.9	2.7	-2.5	2.6	0.66	-0.63	14.65
2,051.0	0.57	318.68	2,050.9	1.9	-1.7	2.3	0.54	0.00	-55.64
2,137.0	0.70	299.26	2,136.9	1.3	-1.2	1.6	0.29	0.15	-22.58
2,223.0	0.75	280.89	2,222.9	0.8	-0.8	0.6	0.28	0.06	-21.36
2,308.0	1.23	350.85	2,307.9	-0.2	0.2	-0.1	1.41	0.56	82.31
2,396.0	0.79	348.21	2,395.9	-1.8	1.7	-0.4	0.50	-0.50	-3.00
2,482.0	0.79	344.08	2,481.9	-2.9	2.9	-0.7	0.07	0.00	-4.80
2,568.0	0.70	322.11	2,567.9	-4.0	3.9	-1.2	0.35	-0.10	-25.55
2,654.0	0.62	330.64	2,653.9	-4.8	4.7	-1.7	0.15	-0.09	9.92
2,740.0	0.18	310.16	2,739.9	-5.3	5.2	-2.0	0.53	-0.51	-23.81
2,825.0	1.45	35.06	2,824.9	-6.3	6.1	-1.5	1.70	1.49	99.88
2,911.0	1.14	29.61	2,910.9	-7.8	7.8	-0.5	0.39	-0.36	-6.34
2,996.0	0.88	21.17	2,995.8	-9.1	9.1	0.2	0.35	-0.31	-9.93
3,081.0	0.35	10.45	3,080.8	-9.9	10.0	0.5	0.64	-0.62	-12.61
3,167.0	0.26	100.89	3,166.8	-10.1	10.2	0.7	0.51	-0.10	105.16
3,255.0	0.57	135.34	3,254.8	-9.7	9.9	1.2	0.44	0.35	39.15
3,341.0	0.31	26.62	3,340.8	-9.6	9.8	1.6	0.85	-0.30	-126.42
3,424.0	0.39	349.88	3,423.8	-10.1	10.2	1.7	0.28	0.10	-44.27

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End of Well Report

Company:	Bill Barrett Corporation	**Local Co-ordinate Reference:**	Well FD 9-31-2-2
Project:	Fort Duchesne	**TVD Reference:**	FD 9-31-2-2 @ 5083.0usft (CAPSTAR 330)
Site:	SECTION 31 T2S, R2E	**MD Reference:**	FD 9-31-2-2 @ 5083.0usft (CAPSTAR 330)
Well:	FD 9-31-2-2	**North Reference:**	True
Wellbore:	Wellbore #1	**Survey Calculation Method:**	Minimum Curvature
Design:	Actual	**Database:**	EDM 5000.1 Single User Db

Survey

MD (usft)	Inc (°)	Azi (azimuth) (°)	TVD (usft)	V. Sec (usft)	N/S (usft)	E/W (usft)	DLeg (°/100usft)	Build (°/100usft)	Turn (°/100usft)
3,510.0	0.22	351.11	3,509.8	-10.5	10.7	1.6	0.20	-0.20	1.43
3,597.0	0.13	293.11	3,596.8	-10.7	10.9	1.5	0.22	-0.10	-66.67
3,683.0	0.31	215.68	3,682.8	-10.6	10.7	1.2	0.36	0.21	-90.03
3,768.0	0.57	231.85	3,767.8	-10.2	10.3	0.8	0.34	0.31	19.02
3,854.0	0.79	214.62	3,853.8	-9.5	9.5	0.1	0.35	0.26	-20.03
3,939.0	1.08	242.92	3,938.8	-8.8	8.7	-0.9	0.63	0.34	33.29
4,024.0	0.66	353.84	4,023.8	-8.9	8.8	-1.7	1.71	-0.49	130.49
4,110.0	0.57	359.64	4,109.8	-9.9	9.7	-1.8	0.13	-0.10	6.74
4,195.0	0.66	18.54	4,194.8	-10.7	10.6	-1.6	0.26	0.11	22.24
4,280.0	0.26	358.59	4,279.8	-11.4	11.3	-1.5	0.50	-0.47	-23.47
4,365.0	0.13	187.02	4,364.8	-11.5	11.4	-1.5	0.46	-0.15	-201.85
4,452.0	0.75	334.06	4,451.8	-11.9	11.8	-1.7	0.99	0.71	169.01
4,538.0	0.44	318.07	4,537.8	-12.7	12.6	-2.2	0.41	-0.36	-18.59
4,623.0	0.44	298.91	4,622.8	-13.1	13.0	-2.7	0.17	0.00	-22.54
4,708.0	0.26	260.06	4,707.8	-13.3	13.1	-3.2	0.34	-0.21	-45.71
4,794.0	0.92	4.03	4,793.8	-14.0	13.7	-3.3	1.18	0.77	120.90
4,879.0	0.44	2.89	4,878.8	-15.0	14.7	-3.3	0.56	-0.56	-1.34
4,964.0	0.62	208.82	4,963.8	-14.9	14.7	-3.5	1.22	0.21	-181.26
5,050.0	0.04	356.48	5,049.8	-14.6	14.3	-3.7	0.76	-0.67	171.70
5,135.0	0.44	158.63	5,134.8	-14.3	14.0	-3.6	0.56	0.47	190.76
5,220.0	0.22	181.49	5,219.8	-13.8	13.5	-3.5	0.30	-0.26	26.89
5,306.0	0.57	179.64	5,305.8	-13.2	12.9	-3.5	0.41	0.41	-2.15
5,391.0	1.76	140.97	5,390.7	-11.7	11.5	-2.6	1.60	1.40	-45.49
5,477.0	0.13	194.03	5,476.7	-10.5	10.4	-1.8	1.96	-1.90	61.70
5,562.0	1.45	280.89	5,561.7	-10.7	10.5	-2.9	1.70	1.55	102.19
5,647.0	1.45	7.73	5,646.7	-12.1	11.8	-3.8	2.34	0.00	102.16
5,733.0	1.27	18.01	5,732.7	-14.0	13.8	-3.4	0.35	-0.21	11.95

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End of Well Report

Company:	Bill Barrett Corporation	**Local Co-ordinate Reference:**	Well FD 9-31-2-2
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Site:	SECTION 31 T2S, R2E	**MD Reference:**	FD 9-31-2-2 @ 5083.0usft (CAPSTAR 330)
Well:	FD 9-31-2-2	**North Reference:**	True
Wellbore:	Wellbore #1	**Survey Calculation Method:**	Minimum Curvature
Design:	Actual	**Database:**	EDM 5000.1 Single User Db

Survey

MD (usft)	Inc (°)	Azi (azimuth) (°)	TVD (usft)	V. Sec (usft)	N/S (usft)	E/W (usft)	DLeg (°/100usft)	Build (°/100usft)	Turn (°/100usft)
5,818.0	0.83	17.39	5,817.7	-15.4	15.2	-2.9	0.52	-0.52	-0.73
5,904.0	0.70	16.69	5,903.7	-16.5	16.3	-2.6	0.15	-0.15	-0.81
5,989.0	0.66	49.91	5,988.6	-17.3	17.1	-2.0	0.46	-0.05	39.08
6,032.0	0.57	70.48	6,031.6	-17.5	17.4	-1.7	0.55	-0.21	47.84
6,110.0	0.35	128.93	6,109.6	-17.4	17.4	-1.1	0.63	-0.28	74.94
6,195.0	0.48	158.55	6,194.6	-16.9	16.9	-0.8	0.29	0.15	34.85
6,281.0	0.40	308.66	6,280.6	-16.7	16.7	-0.9	0.99	-0.09	174.55
6,366.0	0.57	262.78	6,365.6	-16.9	16.8	-1.5	0.48	0.20	-53.98
6,452.0	0.70	280.89	6,451.6	-17.0	16.9	-2.5	0.28	0.15	21.06
6,537.0	0.75	249.16	6,536.6	-17.0	16.8	-3.5	0.47	0.06	-37.33
6,622.0	0.35	209.96	6,621.6	-16.7	16.4	-4.1	0.62	-0.47	-46.12
6,705.0	0.35	14.49	6,704.6	-16.7	16.4	-4.2	0.84	0.00	198.23
6,790.0	0.13	341.45	6,789.6	-17.0	16.7	-4.2	0.30	-0.26	-38.87
6,876.0	0.53	221.39	6,875.6	-16.9	16.5	-4.5	0.70	0.47	-139.60
6,961.0	0.88	206.97	6,960.6	-16.0	15.7	-5.0	0.46	0.41	-16.96
7,049.0	1.23	202.84	7,048.6	-14.6	14.2	-5.7	0.41	0.40	-4.69
7,134.0	1.67	205.30	7,133.6	-12.8	12.2	-6.6	0.52	0.52	2.89
7,219.0	0.97	212.34	7,218.5	-11.1	10.5	-7.5	0.84	-0.82	8.28
7,305.0	0.83	223.85	7,304.5	-10.1	9.4	-8.3	0.27	-0.16	13.38
7,391.0	0.62	262.70	7,390.5	-9.7	8.9	-9.2	0.61	-0.24	45.17
7,476.0	0.44	309.10	7,475.5	-9.9	9.1	-9.9	0.53	-0.21	54.59
7,562.0	0.53	280.89	7,561.5	-10.3	9.4	-10.6	0.29	0.10	-32.80
7,647.0	0.53	350.24	7,646.5	-10.8	9.8	-11.0	0.71	0.00	81.59
7,733.0	0.83	17.83	7,732.5	-11.7	10.8	-10.9	0.51	0.35	32.08
7,818.0	0.26	250.57	7,817.5	-12.3	11.3	-10.9	1.19	-0.67	-149.72
7,903.0	0.53	62.66	7,902.5	-12.4	11.4	-10.7	0.93	0.32	202.46
7,991.0	0.57	79.88	7,990.5	-12.5	11.7	-9.9	0.19	0.05	19.57

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End of Well Report

Company:	Bill Barrett Corporation	**Local Co-ordinate Reference:**	Well FD 9-31-2-2
Project:	Fort Duchesne	**TVD Reference:**	FD 9-31-2-2 @ 5083.0usft (CAPSTAR 330)
Site:	SECTION 31 T2S, R2E	**MD Reference:**	FD 9-31-2-2 @ 5083.0usft (CAPSTAR 330)
Well:	FD 9-31-2-2	**North Reference:**	True
Wellbore:	Wellbore #1	**Survey Calculation Method:**	Minimum Curvature
Design:	Actual	**Database:**	EDM 5000.1 Single User Db

Survey

MD (usft)	Inc (°)	Azi (azimuth) (°)	TVD (usft)	V. Sec (usft)	N/S (usft)	E/W (usft)	DLeg (°/100usft)	Build (°/100usft)	Turn (°/100usft)
8,079.0	0.57	140.18	8,078.5	-12.2	11.4	-9.2	0.65	0.00	68.52
8,165.0	0.75	172.87	8,164.5	-11.3	10.6	-8.9	0.48	0.21	38.01
8,253.0	0.70	155.11	8,252.5	-10.2	9.5	-8.6	0.26	-0.06	-20.18
8,340.0	1.01	154.15	8,339.5	-9.0	8.3	-8.0	0.36	0.36	-1.10
8,427.0	1.14	159.43	8,426.5	-7.5	6.8	-7.4	0.19	0.15	6.07
8,514.0	1.19	158.19	8,513.4	-5.8	5.2	-6.7	0.06	0.06	-1.43
8,601.0	1.41	159.86	8,600.4	-3.9	3.3	-6.0	0.26	0.25	1.92
8,686.0	1.54	153.27	8,685.4	-1.8	1.3	-5.2	0.25	0.15	-7.75
8,771.0	1.80	154.41	8,770.4	0.5	-0.9	-4.1	0.31	0.31	1.34
8,856.0	1.89	154.85	8,855.3	3.1	-3.4	-2.9	0.11	0.11	0.52
8,943.0	1.49	155.56	8,942.3	5.5	-5.7	-1.8	0.46	-0.46	0.82
9,029.0	1.31	151.87	9,028.3	7.5	-7.6	-0.9	0.23	-0.21	-4.29
9,115.0	1.18	146.13	9,114.2	9.2	-9.2	0.1	0.21	-0.15	-6.67
9,143.0	1.15	146.13	9,142.2	9.6	-9.7	0.4	0.11	-0.11	0.00
9,193.0	1.15	146.13	9,192.2	10.5	-10.5	0.9	0.00	0.00	0.00

Checked By: _____ Approved By: _____ Date: _____

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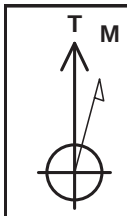
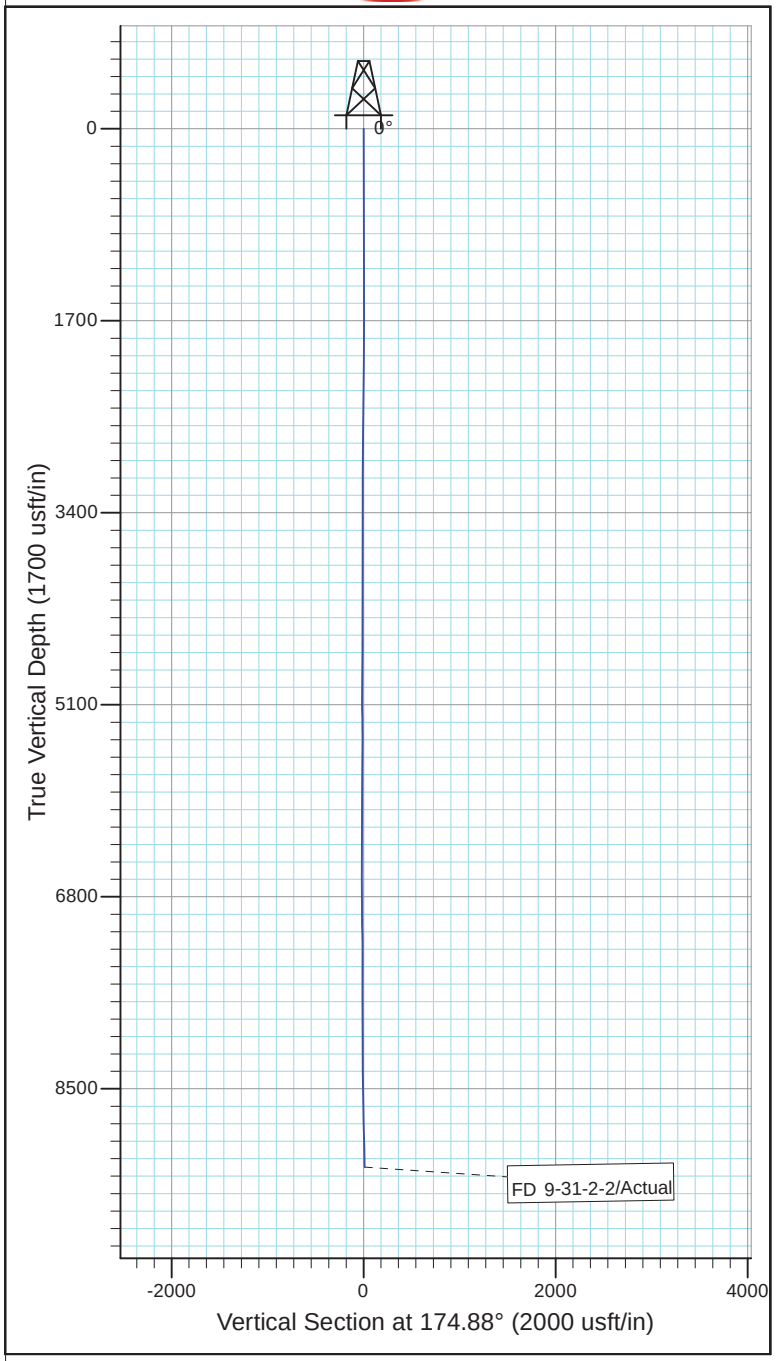
Sundry Number: 51636 API Well Number: 43047533190000

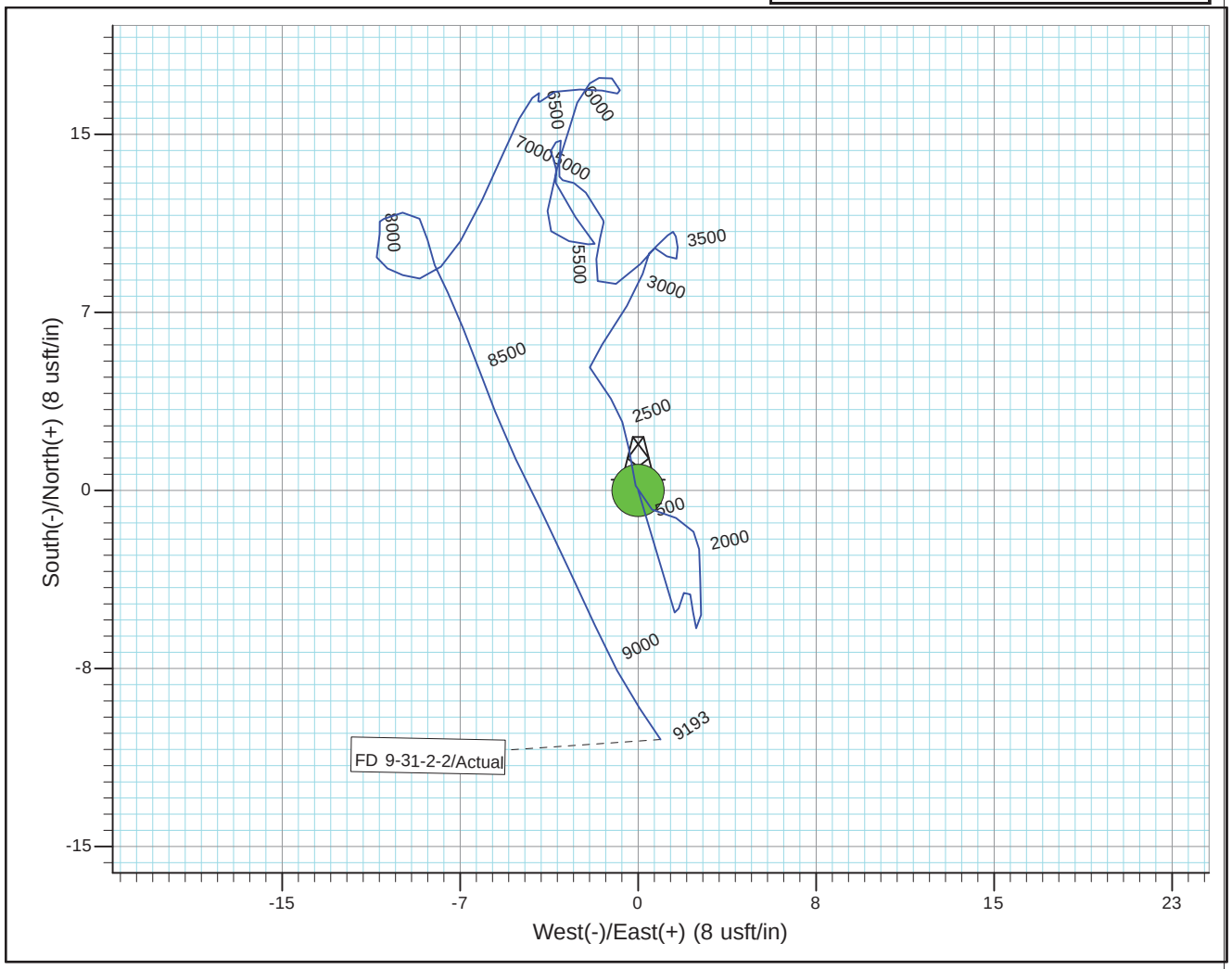
Project: Fort Duchesne
Site: SECTION 31 T2S, R2E
Well: FD 9-31-2-2
Wellbore: Wellbore #1
Design: Actual



Azimuths to True North
Magnetic North: 10.89°

Magnetic Field
Strength: 52156.7snT
Dip Angle: 65.95°
Date: 3/14/2014
Model: IGRF2010





PAYZONE DIRECTIONAL

Design: Actual (FD 9-31-2-2/Wellbore #1)

Created By: Matthew Linton Date: 23:48, April 02 2014

THIS SURVEY IS CORRECT TO THE BEST OF MY KNOWLEDGE AND IS SUPPORTED BY ACTUAL FIELD DATA